

Date: February 07, 2021

To,
The Secretary,
Listing Department
BSE Limited
P.J Towers, Dalal Street, Fort,
Mumbai - 400 001

Scrip Code: 531723 / 570005

To,
The Manager,
Listing Department,
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No. C/1, G
Block Bandra - Kurla Complex, Bandra (E),
Mumbai-400051, Maharashtra.
Symbol: STAMPEDE / SCAPDVR

Subject: Intimation of filing a petition u/s. 66 of the Companies Act, 2013. Under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

Pursuant to Regulation 30 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, we hereby to inform you that the Company filed a Application (Petition) for reduction of Share Capital of the Company with the Hon'ble National Company Law Tribunal ("NCLT") Hyderabad.

This Intimation and copy petition will also be made available on the website of the Company and can be accessed using the below link:
https://www.stampedecap.com/investor_relations.html

We request you to take the above on your record.

Thanking you.

Yours truly,

For and on behalf of Stampede Capital Limited



Abhishek Jain
Company Secretary & Compliance Officer



Date: 07.02.2021

Place: Hyderabad

Enclosed as aforesaid:

Stampede Capital Ltd

402 to 404, 4 Floor, Saptagiri Towers, Begumpet, above Pantaloons, Hyderabad-500016, Telangana, India. Tel: +91 040-48578444/26, Email: cs@stampedecap.com, www.stampedecap.com
CIN: L67120TG1995PLC020170

BEFORE THE HON'BLE NATIONAL COMPANY LAW TRIBUNAL

HYDERABAD BENCH, HYDERABAD.

IN THE MATTER OF COMPANIES ACT, 2013, SECTION 66 AND OTHER
APPLICABLE PROVISIONS OF THE COMPANIES ACT, 2013 READ WITH RULE
2 OF NATIONAL COMPANY LAW TRIBUNAL (PROCEDURE FOR REDUCTION
OF SHARE CAPITAL OF COMPANY) RULES, 2016

AND

COMPANY PETITION NO. /66/HBD/2021

IN THE MATTER OF STAMPEDED CAPITAL LIMITED

(CIN L67120TG1995PLC020170)

DETAILS OF PETITION

Stampede Capital Limited

..... Petitioner

AND

Registrar of Companies and others

..... Respondents

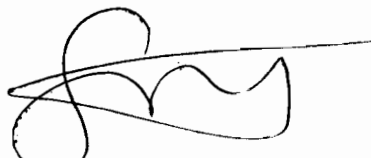
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	arrears in repayment of deposits.	
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Date: 05.02.2021

Place: Hyderabad


COUNSEL FOR PETITIONER

1

FORM NO. RSC-1

[Pursuant to rule 2(1)]

BEFORE THE HON'BLE NATIONAL COMPANY LAW TRIBUNAL

HYDERABAD BENCH, HYDERABAD

**IN THE MATTER OF COMPANIES ACT, 2013, SECTION 66 AND OTHER
APPLICABLE PROVISIONS OF THE COMPANIES ACT, 2013 READ WITH
RULE 2 OF NATIONAL COMPANY LAW TRIBUNAL (PROCEDURE FOR
REDUCTION OF SHARE CAPITAL OF COMPANY) RULES, 2016**

AND

COMPANY PETITION NO. /66/HBD/2021

IN THE MATTER OF STAMPEDED CAPITAL LIMITED

(CIN L67120TG1995PLC020170)

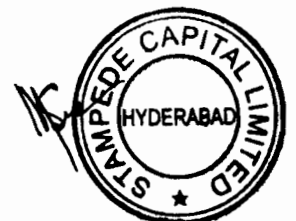
DETAILS OF PETITION

STAMPEDE CAPITAL LIMITED (CIN L67120TG1995PLC020170) is a Company incorporated under the Companies Act, 1956, having its registered office at 402 to 404, 4th, Floor, Saptagiri Towers, Begumpet, above Pantaloons, Hyderabad-500016, Telangana, represented by its Whole-time Director Mr.Srinivas Maya

.... Petitioner

AND

1. Registrar of Companies, Telangana,
2nd Floor, Corporate Bhawan,
GSI Post, Tattiannaram Nagole, Bandlaguda
Hyderabad - 500 068, Telangana



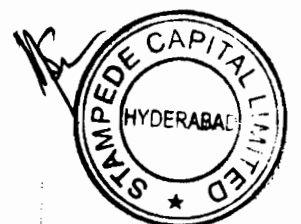
2. Regional Director, South East Region
3rd Floor, Corporate Bhawan,
GSI Post, Tattiannaram Nagole, Bandlaguda
Hyderabad - 500 068, Telangana

3. Securities and Exchange Board of India,
Plot No.C4-A,'G' Block, Bandra Kurla Complex,
Bandra (East), Mumbai 400051, Maharashtra Respondents

**PETITION UNDER SECTION 66 FOR CONFIRMING THE
REDUCTION OF SHARE CAPITAL**

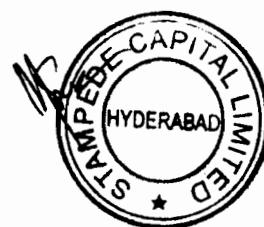
THE PETITIONER MOST RESPECTFULLY SUBMITS AS FOLLOWS:

1. The abovenamed company, the Petitioner herein (hereinafter called 'the Company') was registered on the 28th day of April, 1995, under the provisions of the Companies Act, 1956 as a company limited by shares with a share capital.
2. The Registered Office of the Company is situated at 402 to 404, 4th, Floor, Saptagiri Towers, Begumpet, above Pantaloons, Hyderabad-500016, Telangana.
3. The main objects of the Company are:
 - i. To become a corporate member of Stock Exchanges, Security Exchanges, OTC exchanges (either Regional or National), Trading Houses, with Trading privileges Depositories either in India or abroad and to carry on the business as Shares and Stock Brokers/Dealers Securities



Brokers/Dealers, Investment Brokers/Dealers, Sub-Brokers/Dealers Underwriters, Sub-underwriters, Agents and Consultants for and to purchase, acquire, hold, sell, invest and otherwise deal in Stocks, Shares and Securities of all kinds, units of Unit Trust of India, Debentures, Bonds, Governments Securities, National Saving Certificates, Small Savings Scheme and generally Securities and National Saving Certificates, Small Savings Scheme and generally Securities and Savings, Investments, Financials Instruments of all kinds and to carry on the above business in India or abroad and for carrying out the above, to assimilate, compile, organize and analyze information about the characteristics, performances, interest or any other attributes of companies, Corporations, Firms, Trusts, Societies whether situated in India or abroad.

- ii. To carry on and undertake the business of Share Transfer Agents, Registrars to the issue Custodians, Portfolio Managers, Investment Counseling, Fixed Deposit Brokers/Dealers, and Discount Brokers, Market Makers, Merchant Bankers, Managers/Co-Managers to the issue, Advisors/Consultants to all public issues (including euro-issues or otherwise) and other allied activities
- iii. To manage funds of the investors by investment in various avenues like income Funds, Risk Fund, Tax Exempt Funds, Pension/Superannuation Funds and to pass on the benefits of portfolio investments to the investors as dividends, bonus, interest and provide a complete range of services



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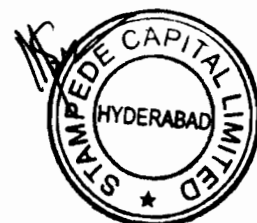
like investment planning, estate planning, tax planning, portfolio management, consultancy/counseling service.

Copy of the Memorandum of Association and Articles of Association of the Company is annexed herewith and marked as **Annexure – A1**.

4. The Authorised share Capital of the company is Rs. 34,00,00,000 /- (Rupees Thirty Four Crores only) divided into 27,00,00,000 (Twenty Seven Crores) Equity Shares of Rs. 1/- (Rupee One only) each and 7,00,00,000 (Seven Crores) Equity Shares with Differential Voting rights of Rs. 1/- (Rupee One only) each, of which Rs. 22,9011,200 Equity Shares of Rs. 1/- (Rupee One only) each and 7,00,00,000 Equity Shares with Differential Voting rights of Rs. 1/- (Rupee One only) each have been issued and have been fully paid-up or credited as fully paid.
5. By article 47 of the Articles of Association of the Company, it is provided that the company may, from time to time, by special resolution, reduce its capital in any manner permitted by law.
6. Brief information in respect of financial position of the company; qualification, reservation or adverse remark or disclaimer made by the auditor in his report, if any, details of any pending inspection, inquiry or investigation against the company under the Companies Act, 2013.

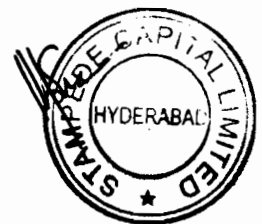
i. FINANCIALS POSITION OF THE COMPANY

The financial summary of the Company as on 31.03.2020 is given below:



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Particulars	Amount Rs.
ASSETS	
Non-Current Assets	
(a) Property, Plant and Equipment	55,29,651
(b) Intangible Assets	
Others	1,52,603
(c) Financial Assets	Nil
(d) Tax assets	
Deferred Tax Asset (Net)	65.07,0051
Total Non-current Assets	1,21,89,305
Current Assets	
(a) Cash and Cash equivalents	79,72,507
(b) Other Financial Assets	3,83,67,904
Total Current Assets	4,63,40,411
Total Assets	5,85,29,716
EQUITY AND LIABILITIES	
(a) Equity share capital	28,62,64,000
(b) Other Equity (Securities premium account and retained earnings)	(25,57,03,510)
Total Equity	3,05,60,490
LIABILITIES	
Non-Current Liabilities	
Borrowings	1,31,18,781
Total Non-current Liabilities	1,31,18,781



Current Liabilities	
Other Financial Liabilities	1,44,85,044
Total Current Liabilities	1,44,85,044
Total Liabilities	2,79,69,226
Total Equity and Liabilities	5,85,29,716

(Certified copy of the latest Audited Financial Statements as at 31.03.2020 is annexed hereto and marked as Annexure: A2).

ii. QUALIFICATION, RESERVATION OR ADVERSE REMARK OR DISCLAIMER MADE BY THE AUDITOR IN HIS REPORT, IF ANY

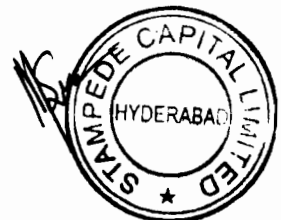
There is no Qualification, Reservation or Adverse Remark or disclaimer made by the Auditor in their report.

iii. DETAILS OF ANY PENDING INSPECTION, INQUIRY OR INVESTIGATION AGAINST THE COMPANY UNDER THE COMPANIES ACT, 2013:

There is no pending Inspection, Inquiry or Investigation against the Company under the Companies Act, 2013.

7. REASONS FOR REDUCTION

The Reasons for Reduction of the Capital are as detailed below:

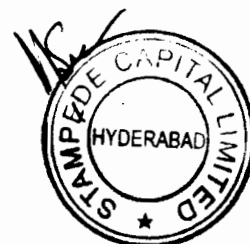


- i. The Company has accumulated losses amounting to Rs. 17,29,22,658/- (Rupees Seventeen Crores Twenty Nine Lakhs Twenty Two Thousand Six Hundred and Fifty Eight only) as per the Audited Balance Sheet as at 31.03.2019.

- ii. In order to re-align the relation between capital & assets; and to accurately and fairly reflect the liabilities & assets of the Company in its books of accounts; and for better presentation of the financial position of the Company, the Board of Directors has decided to write off the Rs.17,17,58,400/- (Rupees Seventeen Crores Seventeen Lakhs Fifty Eight Thousand Four Hundred only) of the total accumulated losses of Rs.17,29,22,658/- (Rupees Seventeen Crores Twenty Nine Lakhs Twenty Two Thousand Six Hundred and Fifty Eight only) against reduction in the share capital of the Company in accordance with section 66 of the Companies Act, 2013 and other applicable provisions.

- iii. The Proposed Scheme of Reduction of Capital would enable the company to reflect the better financial position in its balance sheet. This would subsequently enable the company to raise required finance to enable the company to develop its business activities and thereby increase its net worth as well as enhance the stakeholder's value.

Copy of the Scheme of Reduction is annexed herewith and marked as **Annexure – A3)**

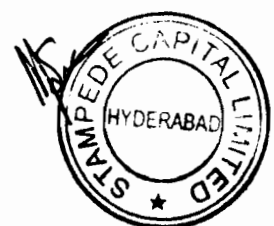


8. By a special resolution of the company, duly passed in accordance with section 66(1) of the Companies Act, 2013, at the Annual General Meeting held on 29th day of December, 2020 it was resolved:

“RESOLVED THAT pursuant to the provisions of Section 66 read with other applicable provisions of the Companies Act, 2013 and rules made there under and subject to (a) the consent of other appropriate authorities, if any; and (b) the confirmation by The National Company Law Tribunal and/or any other regulatory authority as may be prescribed under the Companies Act, 2013 as the case may be in this regard and such other approvals as may be required and Pursuant to the Article 47 of the Article of the Association of the Company, the consent of the members of the Company be and is hereby accorded for the reduction of share capital of the Company and writing off the accumulated losses of the Company as on 31st March, 2019, against such reduction of capital.”

“RESOLVED FURTHER THAT the terms and conditions of such Reduction of Capital which, inter-alia, include the following:

- a. The total paid up Share Capital of the Company shall be reduced FROM Rs. 28,62,64,000/- (Rupees Twenty Eight Crores Sixty Lakhs Sixty Four Thousand only) divided into 22,90,11,200 Equity Shares with ordinary voting rights of Rs. 1/- each fully paid up and 5,72,52,800 Equity Shares with Differential Voting rights of Rs. 1/- each fully paid up TO Rs. 11,45,05,600/- (Rupees Eleven Crores Forty Five Lakhs Five Thousand Six Hundred only) divided into 9,16,04,480 Equity Shares with ordinary

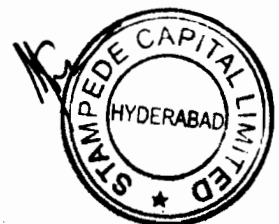


voting rights of Re. 1/- each fully paid up and 2,29,01,120 Equity Shares with Differential Voting rights of Re. 1/- each fully paid up each.

- b. The accumulated losses of the Company being the debit balance of Profit & Loss Account to the tune of Rs. 17,17,58,400/- (Rupees Seventeen Crores Seventeen Lakhs Fifty Eight Thousand Four Hundred only) as per the Audited Balance Sheet of the Company as on 31st March, 2019, will be written off against such Reduction of Capital.
- c. The Reduction of Capital shall be on proportionate basis and all the pre-reduction shareholders will remain as the shareholders of the Company even after the Reduction in the same proportion.

Be and are hereby approved.

“RESOLVED FURTHER THAT post obtaining all approvals for the proposed reduction of the share capital of the Company, all the shareholders, if so required by the Company, shall surrender their share certificates for cancellation thereof. Notwithstanding anything to the contrary, upon the issue of the new share certificates in the Company to the Shareholders whose names shall appear in the Register of Members of the Company on such Record Date fixed as aforesaid, the old share certificates held by them in the Company shall be deemed to have been automatically cancelled and cease to be negotiable and be of no commercial or legal value, on and from the Record Date. The Company may instead of requiring the surrender of the old share certificates, as above, directly issue and dispatch the new share certificates of the Company in lieu thereof. In the case of shares held in dematerialized and electronic form, the required procedure for reflecting the change in the holdings of the members of



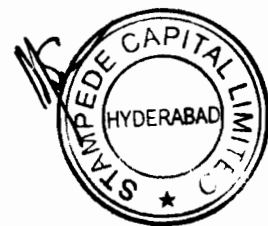
the Company, as a consequence of the sanctioning of this Scheme, shall be adopted for making the necessary alterations in the Depository Accounts of the shareholders.”

"RESOLVED FURTHER THAT upon extinguishment of share capital, the paid up share capital of the Company be stand reduced to the extent of the face value of the shares so extinguished.”

"RESOLVED FURTHER THAT any Director of the Company and / or Mr.Srinivas Maya, Whole Time Director and / or Mr. Abhishek Jain, Company Secretary, be and are hereby authorized severally to do all such acts, matters, deeds and things as may be necessary or desirable including any directions for settling any question or doubt or difficulty whatsoever that may arise, for the purpose of giving effect to the proposed reduction of the share capital of the Company as placed before the Board or to any modification thereof, in particular:

(a) File application with the Hon'ble National Company Law Tribunal, Hyderabad bench for directions and confirmation of the proposed reduction of equity share capital, signing, affirming and verifying affidavit, applications, petitions, vakalatnama etc. in the Hon'ble National Company Law Tribunal, Hyderabad bench;

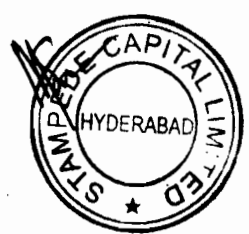
(b) To verify, sign, deal, swear, affirm, declare, deliver, execute, make, enter into, acknowledge, record and perfect all deeds, declarations,



instruments, affidavits, applications, petitions, objections, notices and writings whatsoever as may be usual, necessary, proper or expedient;

- (c) Sign all documents as certified true copies;
- (d) To make or prepare any applications, petitions, appeals and judges summons before any court, tribunal, or all relevant authorities and respond to the appropriate authorities;
- (e) Make representation on their own or through legal counsels before Hon'ble National Company Law Tribunal, Hyderabad bench or other authorities for confirmation of the proposed reduction of equity share capital; and
- (f) Do all such acts and things necessary and convenient in relation thereto and to give effect to this resolution as the Board of Directors in their absolute discretion consider necessary, expedient and proper.

"RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized, in their absolute discretion, to bring into effect the Proposed Reduction as afore-said on such other terms and conditions as they may consider appropriate and to accept such other conditions and modifications as may be prescribed by the National Company Law Tribunal, Hyderabad Bench, Banks, Financial Institutions and other appropriate bodies/authorities while according their sanction or consent to the Proposed Reduction of share capital."

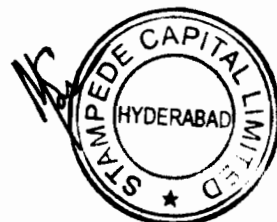


"**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board of Directors be and is hereby authorized on behalf of the Company inter alia to evolve, decide upon and bring into effect the Proposed Reduction as afore-said and make and give effect to any modifications, changes, variations, alterations or revision in the proposal for the Proposed Reduction from time to time or to suspend, withdraw or review the proposal for the Proposed Reduction from time to time as may be specified by any statutory authority or as the Board of Directors may Suo Moto decide in its absolute discretion and to do all such acts, deeds, matters and things whatsoever, including settling any question, doubt or difficulty that may arise, as it may in its absolute discretion consider necessary, expedient, fit and proper."

Copy of the Notice of Annual General Meeting along with Explanatory Statement and Extract of the Special Resolution duly passed on 29.12.2020 are annexed herewith and marked as **Annexure – A4 and Annexure – A5**.

9. DETAILS ABOUT

- i. the number of members present and voting at such meeting and number of shares or voting power held by them;
69 members voted through e-voting and remote e-voting who together hold 4,89,98,131 equity shares of Rs. 1/-- each, holding 4,89,98,131 voting rights and 61 members were present through Video Conferencing who together hold 2,62,67,378 Equity shares with differential voting rights holding 26,267 voting rights.



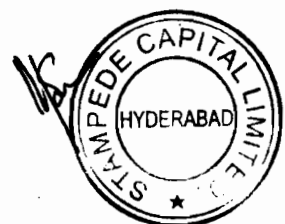
- ii. the number of members who voted in favour of the resolution for reduction of shares capital and the number of shares or voting power held by them;

61 members have voted through e-voting and remote and remote e-voting in favor of the resolution for reduction of share capital and the number of equity shares held by them are, 4,89,35,533 holding 4,89,35,533 voting rights and 56 members have voted in favor of the resolution for reduction of share capital and the number of equity shares with differential voting rights held by them are 2,62,67,364 holding 26,267 voting rights together amounting to 99.87% of the total valid number of voting rights voted.

- iii. the number of members who voted against the resolution and the number of shares or voting power held by them;

8 members have voted against the resolution for reduction of share capital and the number of equity shares held by them are, 62,598 holding 62,598 voting rights and 5 members have voted against the resolution for reduction of share capital and the number of equity shares with differential voting rights held by them are 100 holding nil voting rights together amounting to 0.13% of the total valid number of voting rights voted.

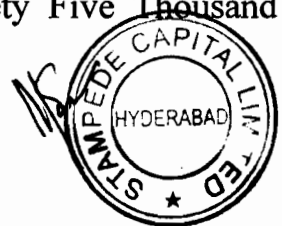
Copies of the Scrutinizers Reports for both Equity Shares and Equity Shares with differential voting rights are annexed and marked as **Annexure – A6.**



10. The reduction of share capital does not involve extinction or reduction of any liability in respect of unpaid share capital. However, the present reduction of capital involves cancellation of a paid-up share capital which is lost or is unrepresented by available assets. The Company is a listed Company listed on the BSE and NSE. The Company has already filed the Scheme with the stock exchanges and received their observation letters which are enclosed as **Annexure – A13** and same may read as part and parcel of this Petition.

11. The form of the minute proposed to be registered under section 66(5) is as follows:

The Paid-up capital of Stampede Capital Limited henceforth is Rs.11,45,05,600/- (Rupees Eleven Crores Forty Five Lakhs Five Thousand Six Hundred only) divided into 9,16,04,480 Equity Shares with ordinary voting rights of Re. 1/- each fully paid up and 2,29,01,120 Equity Shares with Differential Voting rights of Re. 1/- each fully paid up each reduced from Rs.28,62,64,000/- (Rupees Twenty Eight Crores Sixty Lakhs Sixty Four Thousand only) divided into 22,90,11,200 Equity Shares with ordinary voting rights of Re. 1/- each fully paid up and 5,72,52,800 Equity Shares with Differential Voting rights of Re. 1/- each fully paid. At the date of Registration of this Minute 9,16,04,480 Equity Shares with ordinary voting rights of Re. 1/- each and 2,29,01,120 Equity Shares with Differential Voting rights of Re. 1/- each have been issued and are deemed to be fully paid up and remaining 17,83,95,520 (Seventeen Crores Eighty Three Lakhs Ninety Five Thousand



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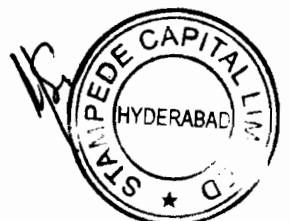
Five Hundred and Twenty) Equity Shares with ordinary voting rights of Re. 1/- each and 4,70,98,880 (Four Crores Seventy Lakhs Ninety Eight Thousand Eight Hundred and Eighty) Equity Shares with Differential Voting rights of Re. 1/- each are unissued.

12. The Petitioner therefore prays:

- a). That the reduction of capital resolved on by the special resolution set out in paragraph 8 above be confirmed;
- b). That to this end all directions necessary and proper be made and given;
- c). That the proposed minute at para 11 be approved; and
- d). That such further or other orders be made in the premises as to the Tribunal shall deem fit.

13. The Petitioner therefore prays:

1. Notice to Central Government and Registrar of Companies in Form No. RSC-2 seeking their representation pursuant to rule 3(1)(i) of the National Company Law Tribunal (Procedure for reduction of share capital of Company) Rules, 2016.
2. Notice to SEBI in Form No. RSC-2 seeking its representation pursuant to 3(1)(ii) of the National Company Law Tribunal (Procedure for reduction of share capital of Company) Rules, 2016.
3. Dispense with the issuance of notice to creditors and publication of notice under rule 3(6) of the National Company Law Tribunal (Procedure for reduction of share capital of Company) Rules, 2016.



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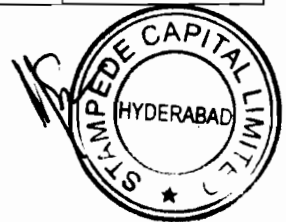
14. PARTICULARS OF THE BANK DRAFT EVIDENCING PAYMENT OF FEE

FOR THE PETITION MADE:

- (i) Branch of the bank on which drawn:
- (ii) Name of the issuing branch :
- (iii) Demand Draft No. :
- (iv) Date :
- (v) Amount :

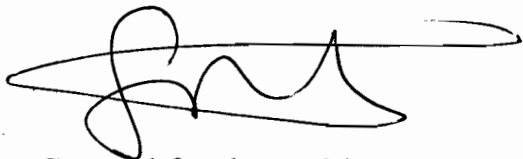
15. List of Enclosures:

Annexure No.	Particulars	Page No.
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A5	Extract of the Special Resolution passed under Section 66 for reduction of Capital	297-302
A6	Copies of the Report of the Scrutinizer	303-336
A7	List of Secured and Unsecured Creditors	337-357



A8	Certificate from the Auditor with regard Secured and Unsecured Creditors of the Company.	358-374
A9	Certificate and declaration w.r.t. company not being in arrears in repayment of deposits.	375-
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A11	Certificate by auditor with regard to confirming with accounting standards	377-378
A12	Copy of the Board Resolution Authorising the filing of the present Petition.	379-384
A13	Copies of Observation letters received from Stock Exchanges.	385-388

Certified, that the above documents are the verified copies of the respective originals.



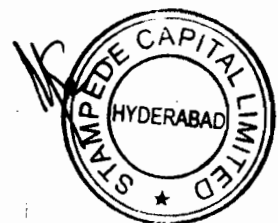
Counsel for the Petitioner



Signature of the Petitioner

Date: 05/02/2021

Place: Hyderabad



N. RAMA CHANDRAKAVATHI
S.V.L.NO. 27/99, R.L.N.O.
6-3-387, DULY COMPLEX
BESIDE BANJARA DURBAR HOTEL
PUNJAGUTTA 'X' ROAD
HYDERABAD - 52

AP-23/GSO/KL(PB)15/2005



39250

119439

2020 2020 2020 2020 2020 TWO ZERO

Rs.0000020

NON-JUDICIAL
STAMP DUTY

18
FEB 05 2021

13:08

PB5432

TELANGANA

BEFORE THE HON'BLE NATIONAL COMPANY LAW TRIBUNAL
HYDERABAD BENCH, HYDERABAD

IN THE MATTER OF COMPANIES ACT, 2013, SECTION 66 AND OTHER
APPLICABLE PROVISIONS OF THE COMPANIES ACT, 2013 READ WITH
RULE 2 OF NATIONAL COMPANY LAW TRIBUNAL (PROCEDURE FOR
REDUCTION OF SHARE CAPITAL OF COMPANY) RULES, 2016

AND

COMPANY PETITION NO. /66/HBD/2021
IN THE MATTER OF STAMPEDED CAPITAL LIMITED
(CIN L67120TG1995PLC020170)

DETAILS OF PETITION

Stampede Capital Limited

..... Petitioner

AND

Registrar of Companies and others

..... Respondents

AFFIDAVIT VERIFYING PETITION

I, Srinivas Maya, son of Late Iylaiiah Maya, aged about 50 years, Occupation:
Business, resident of Sai Nagar Colony, Road No. 2/A, Nagole, Hyderabad –
500068, Telangana, do hereby solemnly affirm and sincerely state on oath as
follows: -



X
[Signature]

1. I am the Director of Stampede Capital Limited the Petitioner in the above Petition and as such I am fully conversant with facts and circumstances of the case and authorized to make this affidavit.
2. The statements made in the Application herein now shown to me are true to my knowledge and belief.

Solemnly affirmed,


Signature

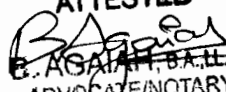
VERIFICATION

I, Srinivas Maya, son of Late Iylaiah Maya, aged about 50 years, Occupation: Business, resident of Sai Nagar Colony, Road No. 2/A, Nagole, Hyderabad – 500068, Telangana, solemnly affirm that the above statements are made by me.


Signature

Date: 05/02/2021
Place: Hyderabad



ATTESTED

B. AGARWAL, B.A., LL.M.
ADVOCATE/NOTARY
Indra Reddy Allwyn Colony,
Miyapur, R.R. Dist. G.O.M.S.No.1972/121
My Commission Expire on 15-11-2021

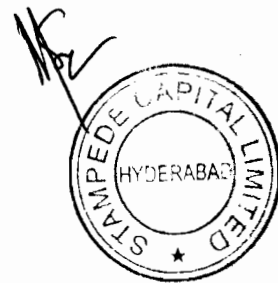
05 FEB 2021

Annexure - A1

A1

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**MEMORANDUM
AND
ARTICLES OF ASSOCIATION OF
STAMPEDE CAPITAL LIMITED**



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UNDER THE COMPANISES ACT, 1956

(1 OF 1956)

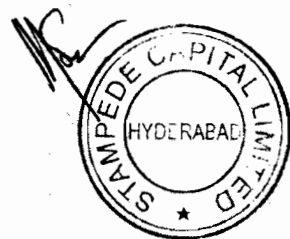
COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION

OF

STAMPEDE CAPITAL LIMITED

- I. The name of the company is Stampede Capital Limited.
- II. The Registered Office of the Company will be situated in the State of Telangana.
- III. The Objects for which the company is established are:



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A. The main Objects to be pursued by the Company on its incorporation:

1. To become a corporate member of Stock Exchanges, Security Exchanges, OTC exchanges (either Regional or National), Trading Houses, with Trading privileges Depositories either in India or abroad and to carry on the business as Shares and Stock Brokers/Dealers Securities Brokers/Dealers, Investment Brokers/Dealers, Sub-Brokers/Dealers Underwriters, Sub-underwriters, Agents and Consultants for and to purchase, acquire, hold, sell, invest and otherwise deal in Stocks, Shares and Securities of all kinds, units of Unit Trust of India, Debentures, Bonds, Governments Securities, National Saving Certificates, Small Savings Scheme and generally Securities and National Saving Certificates, Small Savings Scheme and generally Securities and Savings, Investments, Financials Instruments of all kinds and to carry on the above business in India or abroad and for carrying out the above, to assimilate, compile, organize and analyze information about the characteristics, performances, interest or any other attributes of companies, Corporations, Firms, Trusts, Societies whether situated in India or abroad.
2. To carry on and undertake the business of Share Transfer Agents, Registrars to the issue Custodians, Portfolio Managers, Investment Counseling, Fixed Deposit Brokers/Dealers, and Discount Brokers, Market Makers, Merchant Bankers, Managers/Co-Mangers to the issue, Advisors/Consultants to all public issues (including euro-issues or otherwise) and other allied activities.
3. To manage funds of the investors by investment in various avenues like income Funds, Risk Fund, Tax Exempt Funds, Pension/Superannuation Funds and to pass on the benefits of portfolio investments to the investors as dividends, bonus, interest and provide a complete range of services like investment planning, estate planning, tax planning, portfolio management, consultancy/counseling service.

B. The Objects incidental or Ancillary to the attainment of the main Objects are:

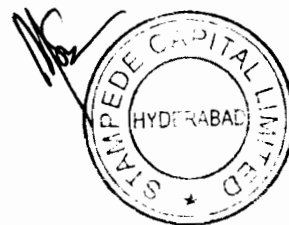
1. To Lease, let, hire or otherwise deal with or dispose of the lands, houses, buildings, and other property or any part or portions thereof belonging to the Company or in which the Company is in any way interested or concerned for the purpose of business of the Company.
2. Subject to the provisions of the Banking Regulation Act, 1949, to receive moneys on deposits, loans or otherwise with or without interest and to secure the same in such manner and on such terms and conditions as the company may think fit and proper.
3. To guarantee the debts, obligations, and contracts, of any person, firm, company or corporation whatsoever for the purpose of business.
4. To acquire and take over as a going concern by purchase of, or on lease and to undertake, to carry on the whole or any part of the business together with a goodwill and trade name, property rights and liabilities of any person or persons, firm or any Company carrying on any business, which is within the objects of the Company or which the Company is authorized to carry on or possessed or property suitable for the purposes of the Company and to pay for the same by shares, debentures, bonds, cash or otherwise and to conduct and carry on or liquidate and wind up such business.
5. To amalgamate, enter into foreign or Indian, technical and/or financial collaboration, partnership or into any arrangement.
6. The Company may at any time invite and receive or without any such invitation receive to and other person or all or nay of the objects of the company with or without any special conditions provided such gifts received or gifts made or the conditions provided such gifts received or gifts



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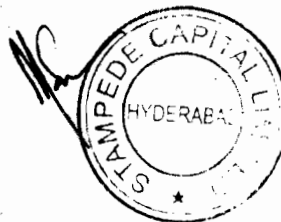
made or the conditions attached are not inconsistent with or derogatory to any of the objects of the Company .

7. To promote, form and to be interested in, and take, hold and dispose of shares in any other Company having objects similar, altogether or in part to those of this company or carrying on any business capable of being conducted so as directly or indirectly to benefit the Company and to subsidiaries or assist nay such Company financially or otherwise by issuing or subscribing for or guaranteeing the subscription and issue of shares, stock, debenture stock or other securities of such company and to transfer to any such Company and property of this company and to take or otherwise acquire, hold and dispose of shares, debentures and other securities in any such Company.
8. To enter into, make and perform contacts and arrangements of every kind and description with corporate Body, State or Central Government or any companies, firms or persons that may seem conductive to the Company's objective or/and any of them and to obtain from any such authority and rights privileges, charters, concessions, licenses or purchase and sale of any kind of goods, machinery, spare parts, securities, shares, stocks, debentures etc. which the Company for the time being may think desirable to obtain and to carry out, exercise and comply with such arrangements, rights, privileges and concessions.
9. To subject, mortgage, lease, manage, develop, exchange, dispose of or transfer the business, immovable or movable property, and undertaking of the company or any part thereof any part of the property, rights and concessions of the company in such manner and upon such terms and conditions and for such consideration as the Directors of the Company for the time being, may think fit to accept and in particular for cash, shares, debentures, debenture-stock, bonds or securities or in part similar to those of this company.
10. To receive, raise or borrow money form time to time for any of the purposes of the Company by bonds, debentures or promissory notes or by taking credit in or opening current accounts with any individual or firm or with any individual or firm or with any bank or bankers and whether with or without giving any security, goods, or other articles or by mortgaging, charging, hypothecating any lands, building and machinery, goods, assets or revenue of the company, present of future including its uncalled capital or by the issue of debentures, perpetual or otherwise including debentures convertible into shares of this or any other Company or to convey the same absolutely or in trust and give lenders powers of sale and other powers as my be expedient and to purchase, redeem or pay off such securities, subject to the provisions of Section 58 A of the Companies Act. 1956 and directives of Reserve Bank of India.
11. To lend or deposit moneys entrusted to or at disposal of the Company to such person or company and in particular to customers and others having dealing with the Company with or without security upon such terms as may be thought proper and to invest or otherwise employ such moneys in such manner as may be thought proper and from time to time to very such transactions. However, the Company shall not carry on banking business as defined under the Banking Regulations Act, 1949.
12. To Invest and dela with the moneys of the Company in Immovable properties, shares, stocks, bonds, debentures, obligations or other securities of any Company or associations or in Government Securities or incurrent or deposit account with banks or on the mortgage of immovable properties of any tenure or on the pledge of movable property or in any other manner as may from time to time be determined by the Directors of the Company for the time being and form time to time, sell or vary all such investments and execute all assignment s, transfers, receipts and documents that may be necessary in it's behalf.
13. To advance and/or lend money, either with or without security and generally to such persons, firms associations, trusts corporations, companies etc. upon such terms and conditions, as the Company may think it.



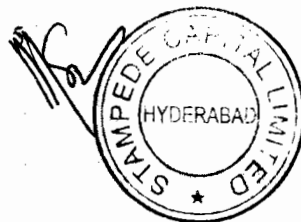
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14. To Guarantee the payment or money unsecured or secured by or payable under or in respect of promissory notes, notes, bonds, debentures, contracts, mortgages, charges, obligations, instruments, stock and securities of any company or of any such authorities, supreme, municipal local or otherwise or of any person whomsoever, whether incorporated and generally to guarantee or become sureties for the performance of any contracts of obligations.
15. To give guarantee for the performance or discharge of any obligations, liabilities, duties or the payments of moneys by any persons, firms and companies or Governments of State and to give indemnities.
16. To assist any Company, financially or otherwise or by issuing or guaranteeing the subscription and issue of capital, shares, stocks, debentures, or other securities and to hold and deal in shares, stock and securities of company, notwithstanding that there may be liability thereon.
17. Subject to the provisions of the Act, to distribute among the members in special or kind any property of the Company or any proceeds of sale or disposal of any property of the Company, in the event of winding up.
18. To draw, make issue, accept, transfer and endorse, discount, execute and negotiate promissory notes, hundies, bills of exchange, cheques, drafts, bills of lading letters of credit, delivery order, dock warrants, railway or transport receipts, warehouse keeper's certificate and other negotiable or commercial or mercantile instrument connected with the business of the company subject to the provisions of Banking Regulations Act, 1949.
19. To open accounts with any bank or banks and to deposit moneys therein and to draw and endorse cheques on and to withdraw moneys from such accounts and generally operate upon same (whether over draft or not) as may be required for any of the object or purposes of the company.
20. To insure any of the persons, properties, undertakings contracts, guarantee or obligations or profits of the Company of every nature and kind in any manner whatsoever.
21. To refer any dispute, claim or demand by or against the company to arbitration and observe and perform the awards.
22. To establish, provide, maintain and conduct or otherwise subsidize research laboratories and experimental stations, work-shops, for scientific and technical investigations and invitation by providing, subsidizing, endowing or assisting laboratories, workshops, libraries, training colleges, schools and other institutions for training lectures, meetings and conferences and by providing the remunerations scientific or technical professors or teachers and by providing for award of exhibitions, scholarship, prizes, and grants.
23. To be interested in, promote and undertake the formation and establishment of such institutions, associations, chambers of commerce, or other bodies, business, industrial, trading or manufacturing within the object of the Company as may be considered to be conducive to the profit and interest of the company and to acquire, promote and/or subsidize any industry or undertaking.
24. To undertake and execute any trust the undertaking whereof may seem desirable either gratuitously or otherwise, and/or to make donations to any person, Company or association and to subscribe or guarantee money for any national, international, charitable, benevolent, educational, public, general or other object activity exhibition or trade show which may be conducive to the objects of the Company, or in the interest of its members or for the welfare of the staff and generally to encourage, promote and reward studies, researches, investigations, experiments, tests and inventions of any promote and reward studies, researches, investigations,



experiments, tests and inventions of any kind that may be considered likely to assist any business which the Company is authorized to carry on.

25. To enter into any arrangements and to take all necessary or proper steps with governments or with other authorities, supreme, national, local, municipal or otherwise of any place in which the Company may have interest and to carry on any negotiations or operations for the purpose of directly carrying out the objects of the company or effecting any modification in the constitution of the company or furthering the interest of its members and to oppose any such steps taken by the other company, firm or persons, which may be considered likely directly or indirectly to prejudice the interest of the company or its members and to promote or assist the promotion, whether directly or indirectly of any legislation which may appear to be in the interest of the company and to oppose and resist whether directly or indirectly, legislation which may seem disadvantageous to the company and to obtain from any such government, authority or any company any charter, contracts, decrees, rights, agents, loans, such decrees, rights, agents, loans privileges, or concessions which the company may think fit or desirable to obtain or carry out, exercise and comply with any such arrangements, charges, decrees, rights, privileges or concessions.
26. To Promote, form and register and aid in promotion, formation and registration of any company or companies, subsidiary or otherwise, for the purpose or acquiring all or any of the property, undertaking, rights and liabilities of such company or for any other purpose which may seem directly or indirectly calculated to benefit this company and to be interested in, or take or otherwise acquire, purchase, hold, sell otherwise dispose of shares, debentures, and other securities in or of any such company, or any other company, for all or any other the object mentioned in the memorandum and to subsidize or otherwise assist any such company and to undertake the management or other work, duties and business of any such company on such terms and conditions as may be determine.
27. To pay out of the funds of the company, all expenses of and incidental to the issue of subscription of the shares or loans or capital including brokerage, underwriting or other commission for obtaining applications for placing or guaranteeing the placing of shares or any debentures, and other securities of this company and also all expenses attending the issue of any circular or notices and printing, stamping, circulating, proxies and forms to be filled up by the members of the company.
28. To undertake or participate in the information, management, supervision or control of the business operations of any other company, firm or person.
29. To employ experts to investigate and examine into the conditions, prospects, value, character and circumstances of any business, concerns, and undertakings and generally of any assets, concessions properties or rights.
30. To denote of gift in Cash or kind, for any national, charitable, benevolent, public, or useful purpose or to nay institution, club, society, research association, fund, university, college or any other person or body.
31. To apply for, secure, acquire by grant, legislative enactment, assignment, transfer, purchase or otherwise and to exercise, carry out, and enjoy any character, license, power, authority, franchise concession, right or privilege, which any government or authority, or any corporation or other public body may be empowered to grant and pay for, aid in and contribute towards carrying on the same into effect.
32. To apply for purchase of otherwise acquire any patents, patent rights, copyrights, trade marks formula, licenses, concession and the like or any secret or otherwise information, the acquisition of which may seem, calculated directly or indirectly to benefit the company.
33. To Invest and deal with the moneys of the company not immediately required in any manner.



34. To adopt such means of make in known and advertising the business of the company as may seem expedient.
35. To become member of other bodies of persons and associations including societies, clubs and companies limited by guarantee, wheter formed for profit, or for non-profit, or for non-profit activities.
36. To Pay out of the funds of the company all the costs, charges and expenses of and incidental to the promotion, formation, registration and establishment of the company or any other promoted by the company or any or company in which the company is or may contemplate being interested.

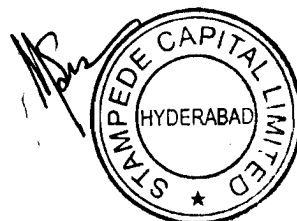
C. OTHER OBEJECTS NOT INCLUDED IN (A) AND (B) ABOVE ARE:

1. To carry on and undertake the business of finance, investments & trading, hire purchase, leasing, loan syndications and to finance, arrange refinancing, lease operation of all kinds, purchasing, selling, hiring or letting or hire all kinds or plant & machinery and equipment that the company may think fit and to assist in financing of all and every kind of description of hire purchase or deferred payment or similar transitions and to subsidies, finance or assist in subsidizing or financing the sale and maintenance of any goods, articles or commodities of all and every kind of description upon any terms whatsoever and to purchase or otherwise deal in all forms of immovable and movable property including lands and buildings, plant & machinery, equipment, ships, aircraft, automobiles, computers them in any manner whatsoever including resale thereof regardless of whether the property purchased and leased be new and/or used.
2. To Carry out financing operations and perform financing services including factoring and credit cards loan syndication of all sorts including foreign currency loans, Floating rate notes, Currency and interest rate swaps, revolving underwriting facilities and the hike and making of loans both short and long term and to finance any company, body corporate, firm, person or associations and any industrial enterprises by way of lending and advancing money, machinery, land, building, shed or such other things as may be required by such industrial enterprise either with or without security and upon such terms and conditions as the company may think fit and to guarantee or become sureties for the performance of any agreement or contract entered into by any industrial enterprises with nay financial institutions, banks, or other parties for obtaining finance whether for its long term capital, working capital or for any deferred payment finance and to lend or advance money to builders and other person without or with securities on securities of all descriptions.
3. To deal in end/or to give on hire all types and kinds of containers including cylinders used for containing gases and chemicals.

IV. The Liability of the members is limited.

V. The Authorized Share Capital of the company is Rs. 34,00,00,000/- (Rupees Thirty Four Crores Only) divided into 27,00,00,000 ordinary equity shares of Rs. 1/- each, 7,00,00,000 (Rupees Seven Crore only) Equity Shares-Differential Voting Rights (DVR equity shares) of Rs. 1/- each, with power to increase or reduce the capital and to divide shares in capital for the time being, into several classes and to attach thereto respectively, such preferential, differed, qualified or special rights (whether relating to differential rights of dividends, voting or otherwise), privileges or conditions as may be determined by the Company.

*Amended Clause V of MOA w.e.f from 29.9.2016 as per the Shareholder's Annual General Meeting.

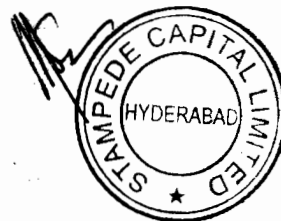


(27)

VI. We the several persons, whose names and addresses are subscribed on the page, are desirous of being formed into a limited company in pursuance of the Memorandum of Association and we respectively agree to take the number of shares in the capital of the company set out opposite to respective names.

Sl. No.	Signature, Name, Description, occupations and address of subscribers	Number of equity shares taken by each subscriber	Signature, Name, Description, occupations and address of witness
1.	(Sd/-) Ch. Sreeman Narayan 40/582-16, Challa Compound, Dharmapet, Kurnool - 518004, SERVICE	100 (One Hundred only)	Sd/- K.K Gupta, FCA Chartered Accountant S/o. Sri.K.B.Gupta 3464, Dundoo Vihar, R.P. Road Secunderabad - 500 003.
2.	(Sd/-) C.Sudhir Babu S-5, Sivam Apartments, Prasanth Nagar, New Nallakunta, Hyderabad, SERVICE	100 (One Hundred only)	
3.	(Sd/-) S. Sreenivasulu 40/386, Goshala, Park Road, Kurnool - 518 001. SERVICE	100 (One Hundred only)	
4.	(Sd/-) L.Ramesh Babu 2/333-A, Peta, Kurnool - 518 001 SERVICE	100 (One Hundred only)	
5.	(Sd/-) D.Srinivasa Rao H.No. 7-2- 1087/A/41, B.K. Guda, S.R.Nagar, Hyderabad - 500 038. SERVICE	100 (One Hundred only)	
6.	(Sd/-) M.Mohan H.No.2. S.V.R.Nagar, Hyderabad. SERVICE	100 (One Hundred only)	
7.	(Sd/-) A.Vijaya Kumar Plot No.130, R.K. Housing Cly., Dr.A.S.Rao Nagar, Hyderabad-500 762 SERVICE	100 (One Hundred only)	
	Total No. of Equity Shares taken	700 Seven Hundred only	

Date: 31-03-1995
Place: Hyderabad.



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The Companies Act, 2013
Company Limited by Shares
(Incorporated under the Companies Act, 1956)

ARTICLES OF ASSOCIATION

OF

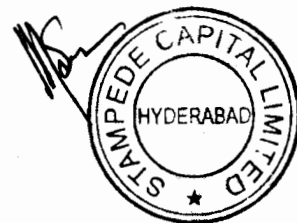
STAMPEDE CAPITAL LIMITED

Table "F" shall not apply

1. a. The Regulations contained in "Table F" of Schedule I to the Companies Act, 2013 shall not apply to the Company, except in so far as the same are repeated or expressly made applicable in these articles or by the said Act.
- b. These regulations for the management of the Company and for the observance by the members thereto and their representatives shall be subject to deletions, alterations or additions made pursuant to the statutory powers under the Companies Act, 2013 from time to time.

Interpretation

2. (1). In these regulations:
 - a. "The Act" or "The Companies Act" means the Companies Act, 2013, or the Previous Companies Act, as may be in force at any given point of time, and shall be deemed to include rules, regulations, notifications, guidelines, circulars or clarifications made, issued or given there under from time to time.
 - b. "Articles" means these Articles of Association of the Company as altered and prevailing from time to time.
 - c. "Board of Directors" or "Board" means the collective body of the Directors for the time being of the Company.
 - d. "Chairperson" includes Chairman.
 - e. "Company" means Stampede Capital Limited.
 - f. "Depository" means Depository as defined in the Act.
 - g. "Director" means a director appointed to the Board.
 - h. "In Writing" and "Written" includes printing, lithography and other modes of representing or reproducing words in visible form including in electronic form.
 - i. "Member" or "Shareholder" shall mean the registered holder (either holding shares in physical form or in dematerialized form in the records of the Depository) for the time being of any shares in the Capital of the Company.

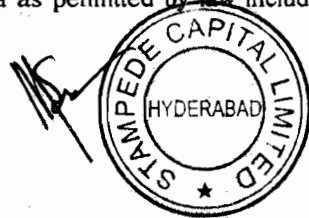


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- J. "Memorandum" means the Memorandum of Association of the Company, as may be altered and prevailing from time to time.
- k. "Month" means calendar month.
- l. "Rules" means Rules prescribed under the Act.
- m. "Seal" means the Common Seal for the time being of the Company.
- n. "The Office" means the Registered Office for the time being of the Company.
- (2). Where the context admits or requires, words importing the singular number shall include the plural number and vice versa and words importing the masculine gender shall include feminine gender.
- (3). Unless the context otherwise requires, words or expressions contained in these regulations shall bear the same meaning as in the Act.

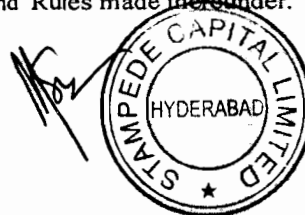
Share Capital and variation of rights

- 3. The Authorised Share Capital of the Company shall be such amounts and be divided into such shares as may, from time to time, be provided in Clause V of the Memorandum of Association with power to increase or reduce the capital in accordance with the Company's regulations and legislative provisions for the time being in force in that behalf with the powers to divide the share capital, whether original, increased or decreased into several classes and attach thereto respectively such ordinary, preferential or special rights and conditions in such a manner as may for the time being be provided hereinafter and allowed by law.
- 4. Subject to the provisions of the Act and these Articles, the shares in the capital of the Company shall be under the control of the Board, who may issue, allot or otherwise dispose of the same to such persons, in such proportion, on such terms and conditions, either at a premium or at part, as fully or partly paid-up, for cash or for consideration other than cash including by way of payment for goods, property and assets acquired or services availed, or upon conversion of debentures or loans, and at such time as they may think fit.
- 5. The Company may issue following kinds of shares in accordance with these Articles, the Act, the Rules and other applicable laws:
 - (a) Equity share capital;
 - (i) with voting rights; and / or
 - (ii) with differential rights as to dividend, voting or otherwise in accordance with the Act / Rules; and
 - (b) Preference Share Capital
- 6. Notwithstanding anything contained herein, the Company shall be entitled to dematerialize its Shares, Debentures and other Securities pursuant to the Depositories Act, 1996 and to offer its Shares, Debentures and other Securities for subscription in a dematerialised form. The Company shall further be entitled to maintain a Register of Members with the details of Members holding shares both in physical and dematerialised form in any media as permitted by law including any form of electronic media.



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7. All the shares in the capital of the Company, other than those held in dematerialised form, shall be numbered consecutively.
8. Share certificates shall be issued in accordance with the Companies (Share Capital and Debentures) Rules, 2014 and other applicable rules and regulations, if any.
9. In respect of any share(s) held jointly by several persons, the Company shall not be bound to issue more than one certificate and the delivery of a certificate for the share(s) to one of several joint-holders shall be sufficient delivery to all such holders.
10. If any share certificate be worn out, defaced, mutilated or torn or if there be no further space on the back for endorsement of transfer, then upon production and surrender thereof to the Company, a new certificate may be issued in lieu thereof.
11. If any certificate is lost or destroyed, the Company may, upon furnishing proof of loss or destruction, execution of indemnity and affidavit, completion of statutory formalities, and reimbursement of out-of-pocket expenses, if any, incurred in investigating the evidence produced, to the satisfaction of the Board, and payment of such fees as may be fixed by the Board, issue a new certificate in lieu thereof.
12. The Company, at the request of the shareholder, issue two or more new share certificates in lieu of an existing share certificate, and consolidate the share comprised in two or more share certificates into one certificate, upon production and surrender of the existing share certificates.
13. The provisions of these articles relating to issue of certificates shall mutatis mutandis apply to debentures and other Securities of the Company.
14. The Share capital may be divided into different class of shares, the rights attached to any class (unless otherwise provided by the terms of issue of the shares of that class) may, subject to the provisions of the Act, be varied with the consent in writing, of such number of the holders of the issued shares of that class, or with the sanction of a resolution passed at a separate meeting of the holders of that class, as prescribed by the Act.
15. Subject to the provisions of the Act and rules made there under, the Board shall have the power to issue or re-issue preference shares of one or more classes which are liable to redeemed or converted into equity shares, on such terms and conditions and in such manner as may be determined by the Board.
16. The Board or the Company, as the case may be, subject to the provisions of the Act, issue further shares to:-
 - a) persons who, at the date of offer, are holders of equity shares of the Company; such offer shall be deemed to include a right exercisable by the person concerned to renounce the shares offered to him or any of them in favour of any other person; or
 - b) employees under any scheme of employees' stock option; or
 - c) any person whether or not including persons referred in (a) and (b) above
 - d) by way of preferential offer or private placement or otherwise as the board may determine in accordance with the Act and Rules made thereunder.

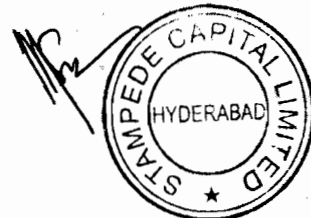


(31)

17. The Company may, at any time, pay a commission to any person for subscribing or agreeing to subscribe (whether absolutely or conditionally) for any share, debenture or debenture stock of the Company or procuring or agreeing to procure subscriptions (whether absolute or conditional) for shares, such commission in respect of shares shall be paid or payable out of the capital, the statutory conditions and requirements shall be observed and complied with and the amount or rate of commission shall not exceed such percentage of the price of shares & debentures as may be statutorily permitted. The commission may be satisfied by the payment of cash or the allotment of fully or partly paid shares or partly in one way and partly in the other. The Company may also, on any issue of shares, pay such brokerage as may be lawful.

Lien

18. (1). The Company shall have a first and paramount lien :-
- (a) on every share (not being a fully paid share), for all monies (whether presently payable or not) called, or payable at a fixed time, in respect of that share; and
 - (b) on all shares (not being fully paid shares) standing registered in the name of a single person, for all monies presently payable by him or his estate to the Company.
- (2). The Company's lien, if any, on a share shall extend to all dividends payable and bonuses declared from time to time in respect of such shares.
- (3). The Company's lien shall be absolute and hence Company shall not be bound to recognize any equitable or other claim or interest of any other person, creditor of the registered holder unless required by a court of competent jurisdiction or by any statute.
- (4). Unless otherwise agreed registration of a transfer of shares shall operate as a waiver of the Company's lien, if any, on such shares.
Provided that the Board of directors may at any time declare any share to be wholly or in part exempt from the provisions of this clause.
- (5). The Company may sell, in such manner as the Board thinks fit, any shares on which the Company has a lien:
- Provided that no sale shall be made—
- (a) unless a sum in respect of which the lien exists is presently payable; or
 - (b) until the expiration of fourteen days after a notice in writing stating and demanding payment of such part of the amount in respect of which the lien exists as is presently payable, has been given to the registered holder for the time being of the share or the person entitled thereto by reason of his death or insolvency or otherwise.
- (6). To give effect to any such sale, the Board may authorise some person to transfer the shares sold to the purchaser thereof. The purchaser shall be registered as the holder of the shares comprised in any such transfer. The purchaser shall not



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be bound to see to the application of the purchase money, nor shall his title to the shares be affected by any irregularity or invalidity in the proceedings in reference to the sale.

- (7). The proceeds of the sale shall be received by the Company and applied in payment of such part of the amount in respect of which the lien exists as is presently payable. The residue, if any, shall, subject to a like lien for sums not presently payable as existed upon the shares before the sale, be paid to the person entitled to the shares at the date of the sale.
- (8). In exercising its lien, the Company shall be entitled to treat the registered holder of any share as the absolute owner thereof and accordingly shall not (except as ordered by a court of competent jurisdiction or unless required by any statute) be bound to recognise any equitable or other claim to or interest in, such share on the part of any other person, whether a creditor of the registered holder or otherwise. The Company's lien shall prevail notwithstanding that it has received notice of any such claim.
- (9). The provision of these Articles relating to lien shall mutatis mutandis apply to any other securities including debentures of the Company.

Calls on shares

19. (1). The Board may, from time to time, make calls upon the members in respect of any monies unpaid on their shares (whether on account of the nominal value of the shares or by way of premium) and not by the conditions of allotment thereof made payable at fixed times.

- (2). A call shall be deemed to have been made at the time when the resolution of the Board authorising the call was passed, and may be required to be paid by instalments.

- (3). Each member shall, subject to receiving at least fourteen days' notice specifying the time or times and place of payment, pay to the Company, at the time or times and place so specified, the amount called on his shares.

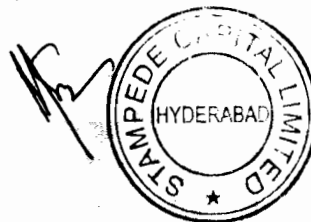
A call may be revoked or postponed at the discretion of the Board.

20. (1). If a sum called in respect of a share is not paid before or on the day appointed for payment thereof, the person from whom the sums is due shall pay interest thereon from the day appointed for payment thereof to the time of actual payment at such rate, as the Board may determine.

- (2). The Board shall be at liberty to waive payment of any such interest wholly or in part.

21. (1). Any sum which by the terms of issue of a share becomes payable on allotment or at any fixed date, whether on account of the nominal value of the share or by way of premium, shall, for the purposes of these regulations, be deemed to be a call duly made and payable on the date on which by the terms of issue such sum becomes payable.

- (2). In case of non-payment of such sum, all the relevant provisions of these regulations as to payment of interest and expenses, forfeiture or otherwise shall apply as if such sum had become payable by virtue of a call duly made and notified.

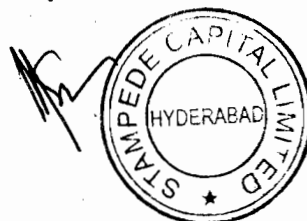


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22. The Board—
- (a) may, if it thinks fit, receive from any member willing to advance the same, all or any part of the monies uncalled and unpaid upon any shares held by him; and
 - (b) upon all or any of the monies so advanced, may (until the same would, but for such advance, become presently payable) pay interest at such rate not exceeding, unless the Company in general meeting shall otherwise direct, twelve per cent. per annum, as may be agreed upon between the Board and the member paying the sum in advance.
23. by the conditions of allotment of any shares, the whole or part of the amount of issue if price thereof shall be payable by instalments, then every such instalment shall when due, be paid to the company by the person who, for the time being and from time to time, is or shall be the registered holder of the share or the legal representative of a deceased registered holder
24. All calls shall be made on a uniform basis on all shares falling under the same class. (Explanation: shares of the same nominal value on which different amounts have been paid-up shall not be deemed to fall under the same class).
25. Neither a judgment nor a decree in favour of the company for calls or other moneys due in respect of any shares nor any part payment or satisfaction thereof nor the receipt by the company of a portion of any money which shall from time to time be due from any member in respect of any shares either by way of principal or interest nor any indulgence granted by the company in respect of payment of any such money shall preclude the forfeiture of such shares as herein provided.
26. The provisions of these Articles relating to calls shall mutatis mutandis apply to any other securities including debentures of the company.

Transfer of shares

27. Every endorsement upon the certificate of any share in favour of any transferee shall be signed by a Director or by some other person for the time being duly authorised by the Board of Directors in that behalf.
28. Shares in the Company shall be freely transferable. However, the Board may decline to register any transfer of shares on which the Company has a lien. The transferor shall be deemed to remain a holder of the shares until the name of the transferee is entered in the register of members in respect thereof.
29. The Board may decline to recognise an instrument of transfer unless: -
- (a) the instrument of transfer is duly executed by or on behalf of both the transferor and the transferee and is in the prescribed form.
 - (b) the instrument of transfer is accompanied by the certificate of the shares to which it relates, and such other evidence as the Board may reasonably require to show the right of the transferor to make the transfer; and
 - (c) the instrument of transfer is in respect of only one class of shares;



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30. On giving not less than seven days' previous notice in accordance with the Act, the registration of transfers may be suspended at such times and for such periods as the Board may from time to time determine:

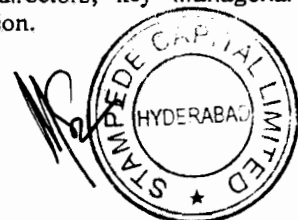
Provided that such registration shall not be suspended for more than thirty days at any one time or for more than forty-five days in the aggregate in any year.

31. The provisions of these Articles relating to transfer of shares shall mutatis mutandis apply to debentures and other Securities of the Company

If the shares are in dematerialised mode, same will be governed by Depositories Act.

Transmission of Shares

32. (1). On the death of a member, the survivor or survivors where the member was a joint holder, and his nominee or nominees or legal representatives where he was a sole holder, shall be the only persons recognised by the Company as having any title to his interest in the shares.
- (2). Nothing in clause (1) shall release the estate of a deceased joint holder from any liability in respect of any share which had been jointly held by him with other persons.
33. (1). Any person becoming entitled to a share in consequence of the death or insolvency of a member may, upon such evidence being produced as may from time to time properly be required by the Board and subject as hereinafter provided, elect, either -
- (a) to be registered himself as holder of the share; or
- (b) to make such transfer of the share as the deceased or insolvent member could have made.
- (2). The Board shall, in either case, have the same right to decline or suspend registration as it would have had, if the deceased or insolvent member had transferred the share before his death or insolvency.
- (3). If the person so becoming entitled shall elect to be registered as holder of the share himself, he shall deliver or send to the Company a notice in writing signed by him stating that he so elects.
- (4). If the person aforesaid shall elect to transfer the share, he shall testify his election by executing a transfer of the share.
- (5). All the limitations, restrictions and provisions of these regulations relating to the right to transfer and the registration of transfers of shares shall be applicable to any such notice or transfer as aforesaid as if the death or insolvency of the member had not occurred and the notice or transfer were a transfer signed by that member.
34. The Board may require any person(s) to whom any share(s) are being transmitted to fully indemnify the Company, its directors, key managerial personnel and officers, before registration of transmission.



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35. A person becoming entitled to a share by reason of the death or insolvency of the holder shall be entitled to the same dividends and other advantages to which he would be entitled if he were the registered holder of the share, except that he shall not, before being registered as a member in respect of the share, be entitled in respect of it to exercise any right conferred by membership in relation to meetings of the Company:

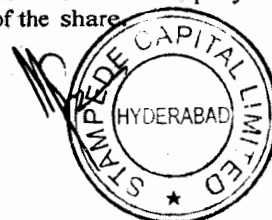
Provided that the Board may, at any time, give notice requiring any such person to elect either to be registered himself or to transfer the share, and if the notice is not complied with within ninety days, the Board may thereafter withhold payment of all dividends, bonuses or other monies payable in respect of the share, until the requirements of the notice have been complied with.

36. Except as ordered by a Court of competent jurisdiction or as by law required, the Company shall be entitled to treat the person whose name appears on the Register of Members as the holder of any share or whose name appears as the beneficial owner of share in the records of the Depository, as the absolute owner thereof and accordingly shall not be bound to recognize any benami, trust or equity or equitable, contingent or other claim to or interest in such share on the part of any other person whether or not he shall have express or implied notice thereof.
37. The provisions of these Articles relating to transmission by operation of law shall mutatis mutandis apply to debentures and other securities of the Company.

Forfeiture of Shares

38. (1). If a member fails to pay any call, or instalment of a call, on the day appointed for payment thereof, the Board may, at any time thereafter during such time as any part of the call or instalment remains unpaid, serve a notice on him requiring payment of so much of the call or instalment as is unpaid, together with any interest, which may have accrued.
- (2). The notice aforesaid shall name a further day (not being earlier than the expiry of fourteen days from the date of service of the notice) on or before which the payment required by the notice is to be made; and state that, in the event of non-payment on or before the day so named, the shares in respect of which the call was made shall be liable to be forfeited.
- (3). If the requirements of any such notice as aforesaid are not complied with, any share in respect of which the notice has been given may, at any time thereafter, before the payment required by the notice has been made, be forfeited by a resolution of the Board to that effect.
39. (1). A forfeited share may be sold or otherwise disposed of on such terms and in such manner as the Board thinks fit.
- (2). At any time before a sale or disposal as aforesaid, the Board may cancel the forfeiture on such terms as it thinks fit.
- (3). A person whose shares have been forfeited shall cease to be a member in respect of the forfeited shares, but shall, notwithstanding the forfeiture, remain liable to pay to the Company all monies which, at the date of forfeiture, were presently payable by him to the Company in respect of the shares.

The liability of such person shall however cease if and when the Company has received payment in full of all such monies in respect of the share.



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40. (1). A duly verified declaration in writing that the declarant is a director, the manager or the secretary of the Company, and that a share in the Company has been duly forfeited on a date stated in the declaration, shall be conclusive evidence of the facts therein stated as against all persons claiming to be entitled to the share.

The Company may receive the consideration, if any, given for the share on any sale or disposal thereof and may execute a transfer of the share in favour of the

- (2). person to whom the share is sold or disposed of.
- (3). The transferee shall thereupon be registered as the holder of the share.
- (4). The transferee shall not be bound to see to the application of the purchase money, if any, nor shall his title to the share be affected by any irregularity or invalidity in the proceedings in reference to the forfeiture, sale or disposal of the share.

41. Up on any sale after forfeiture or for enforcing a lien in exercise of the powers herein above given, the Board may, if necessary, appoint some person to execute an instrument for transfer of the shares sold and cause the purchaser's name to be entered in the register of members in respect of the shares sold and after his name has been entered in the register of members in respect of such shares the validity of the sale shall not be impeached by any person.

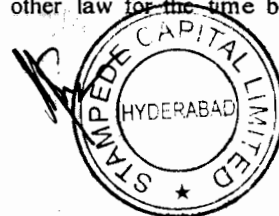
Upon sale, re-allotment or other disposal under the provisions of the preceding Articles, the certificates if any, originally issued in respect of the relative share shall (unless the same shall on demand by the company has been previously surrendered to it by the defaulting member) stand cancelled and become null and void and be of no effect, and the Board shall be entitled to issue a duplicate certificate(s) in respect of the shares to the person(s) entitled thereto. The Board may, subject to the provisions of the Act, accept a surrender of any share from or by any member desirous of surrendering them on such terms as they think fit.

42. The provisions of these regulations as to forfeiture shall apply in the case of non-payment of any sum which, by the terms of issue of a share, becomes payable at a fixed time, whether on account of the nominal value of the share or by way of premium, as if the same had been payable by virtue of a call duly made and notified.

43. The provisions of these Articles relating to forfeiture of shares shall mutatis mutandis apply to any other securities including debentures of the company.

Shares held in Depository

44. (1) Except as specifically provided in these articles, the provisions relating to joint holder of shares, calls, lien on shares, forfeiture of shares, transfer and transmission of shares and voting at meeting shall be applicable to shares held in a depository so far as they apply to shares held in physical form subject to the provisions of the Depositories Act, 1996 or any other law for the time being in force.
- (2). In the case of transfer or transmission of shares or other marketable securities where the Company has not issued any certificates and where such shares or securities are being held in an electronic and fungible form in a Depository, the provisions of the Depositories Act, 1996 or any other law for the time being in force shall apply.



(37)

- (3). A Register and an index of beneficial owners in the manner prescribed in the Act maintained by a depository under the provisions of the Depositories Act, 1996 or any other law for the time being in force shall be deemed to be a register of members, index of members and register and index of debenture-holders, as the case may be, for the purpose of the Act.

Alteration of Capital

45. Subject to the applicable provisions of the Act, the company may, from time to time, by ordinary resolution -
- (a). increase the share capital by such sum, to be divided into shares of such amount, as may be specified in the resolution.
 - (b). consolidate and divide all or any of its share capital into shares of larger amount than its existing shares;
 - (3). convert all or any of its fully paid-up shares into stock, and reconvert that stock into fully paid-up shares of any denomination;
 - (4). sub-divide its existing shares or any of them into shares of smaller amount than is fixed by the memorandum;
 - (5). cancel any shares which, at the date of the passing of the resolution, have not been taken or agreed to be taken by any person.
 - (6). the cancellation of shares shall not be deemed to be a reduction of share capital.

46. Where shares are converted into stock. -

- (a). the holders of stock may transfer the same or any part thereof in the same manner as, and subject to the same regulations under which, the shares from which the stock arose might before the conversion have been transferred, or as near thereto as circumstances admit:

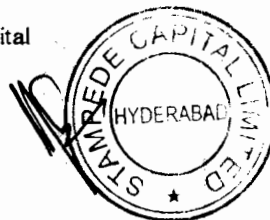
Provided that the Board may, from time to time, fix the minimum amount of stock transferable, so, however, that such minimum shall not exceed the nominal amount of the shares from which the stock arose.

- (b). the holders of stock shall, according to the amount of stock held by them, have the same rights, privileges and advantages as regards dividends, voting at meetings of the Company, and other matters, as if they held the shares from which the stock arose; but no such privilege or advantage (except participation in the dividends and profits of the Company and in the assets on winding up) shall be conferred by an amount of stock which would not, if existing in shares, have conferred that privilege or advantage.
- (c). Such of the regulations of the Company as are applicable to paid-up shares shall apply to stock and the words "share" and "shareholder" in those regulations shall include "stock" and "stock-holder" respectively.

Reduction of Share Capital

47. The Company may, by special resolution, reduce in any manner and with, and subject to, any incident authorised and consent required by law -

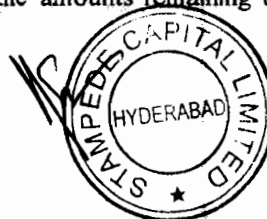
- (a) its share capital;
- (b) any capital redemption reserve account; or
- (c) any share premium account.
- (d) any other reserve in the nature of share capital



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Capitalisation of Profits

48. 1. The Company in general meeting may, upon the recommendation of the Board, resolve –
 - (a) that it is desirable to capitalise any part of the amount for the time being standing to the credit of any of the Company's reserve accounts, or to the credit of the profit and loss account, or otherwise available for distribution; and
 - (b) that such sum be accordingly set free for distribution in the manner specified in clause (2) amongst the members who would have been entitled thereto, if distributed by way of dividend and in the same proportions.
 2. The sum aforesaid shall not be paid in cash but shall be applied, either in or towards -
 - (A) paying up any amounts for the time being unpaid on any shares held by such members respectively;
 - (B) paying up in full, unissued shares of the Company to be allotted and distributed, credited as fully paid-up, to and amongst such members in the proportions aforesaid;
 - (C) partly in the manner specified in sub-clause (A) and partly in the manner specified in sub-clause (B).
 3. A securities premium account and a capital redemption reserve account may, for the purposes of this regulation, be applied in the paying up of unissued shares to be issued to members of the Company as fully paid bonus shares;
 4. The Board shall give effect to the resolution passed by the Company in pursuance of this regulation.
49. 1. Whenever such a resolution as aforesaid shall have been passed, the Board shall -
 - (a) make all appropriations and applications of the undivided profits resolved to be capitalised thereby, and all allotments and issues of fully paid shares if any; and
 - (b) generally do all acts and things required to give effect thereto.
 2. The Board shall have power:-
 - (a) to make such provisions, by the issue of fractional certificates or by payment in cash or otherwise as it thinks fit, for the case of shares becoming distributable in fractions; and
 - (b) to authorise any person to enter, on behalf of all the members entitled thereto, into an agreement with the Company providing for the allotment to them respectively, credited as fully paid-up, of any further shares to which they may be entitled upon such capitalisation, or as the case may require, for the payment by the Company on their behalf, by the application thereto of their respective proportions of profits resolved to be capitalised, of the amount or any part of the amounts remaining unpaid on their existing shares;



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3. Any agreement made under such authority shall be effective and binding on such members.

Buyback of Shares

50. Notwithstanding anything contained in these articles but subject to the provisions of the Act or any other law for the time being in force, the Company may purchase its own shares or other specified securities.

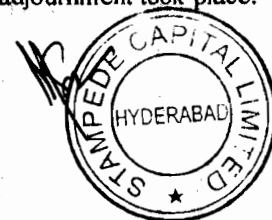
General Meetings

51. (i). All general meetings other than annual general meeting shall be called extraordinary general meeting.
- (ii). The Board may, whenever it thinks fit, call an extraordinary general meeting.
- (iii). If at any time, directors capable of acting who are sufficient in number to form a quorum are not within India, any director of the Company may call an extraordinary general meeting in the same manner, as nearly as possible, as that in which such a meeting may be called by the Board.

The company shall cause minutes of the proceedings of every general meeting of any class of members or creditors and every resolution passed by postal ballot to be prepared and signed in such manner as may be prescribed by the Rules and kept by making within thirty days of the conclusion of every such meeting concerned or passing of resolution by postal ballot entries thereof in books kept for that purpose with their pages consecutively numbered. The minutes of the meeting kept in accordance with the provisions of the Act shall be evidence of the proceedings recorded therein.

Adjournment of meeting

52. No business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting proceeds to business. The quorum for any general meeting shall be as provided in the Act.
53. (i). The Chairperson, if any, of the Board shall preside as Chairperson at every general meeting of the Company.
- (ii). If there is no such Chairperson, or if he is not present within fifteen minutes after the time appointed for holding the meeting, or is unwilling to act as chairperson of the meeting, the directors present shall elect one of their members to be Chairperson of the meeting.
- (iii). If at any meeting no director is willing to act as Chairperson or if no director is present within thirty minutes or such other extended time the Act for the time being in force may provide, after the time appointed for holding the meeting, the members present shall choose one of their members to be Chairperson of the meeting.
54. (i). The Chairperson may, with the consent of any meeting at which a quorum is present, and shall, if so directed by the meeting, adjourn the meeting from time to time and from place to place.
- (ii). No business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.



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- (iii). When a meeting is adjourned for thirty days or more, notice of the adjourned meeting shall be given as in the case of an original meeting.
 - (iv). Save as aforesaid, and as provided in Section 103 of the Act, it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.
55. When the Chair is vacant, no business shall be transacted or discussed at any general meeting except the election of Chairperson

Conduct at general meetings

56. Subject to any rights or restrictions for the time being attached to any class or classes of shares.—
- i. on a show of hands, every member present in person shall have one vote; and
 - ii. in a poll or in an electronic voting, the voting rights of members shall be in proportion to his share in the paid-up equity share capital of the Company.
57. A member may exercise his vote at a meeting by electronic means in accordance with the Act and shall vote only once. A member who has already voted by electronic means shall not be entitled to vote on the same business again in any other manner whether on a poll or otherwise
58. The Chairperson shall have a second or casting vote, in addition to the vote(s) to which he may be entitled as a member, on any business transacted at any general meeting, in case of an equality of votes, whether on show of hands, on a poll or in an electronic voting.
59. (i). In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders.
- (ii). For this purpose, seniority shall be determined by the order in which the names stand in the register of members.
60. (i). If any member is a minor, the vote in respect of his shares shall be exercised by his guardian or any one of his guardians.
- (ii). A member of unsound mind, or in respect of whom an order has been made by any court having jurisdiction in lunacy, may vote, whether on a show of hands or on a poll, by his committee or other legal guardian, and any such committee or guardian may, on a poll, vote by proxy.
61. Any business other than that upon which a poll has been demanded may be proceeded with, pending the taking of the poll.
62. No member shall be entitled to vote at any general meeting unless all calls or other sums presently payable by him in respect of shares in the Company have been paid.
63. (i). No objection shall be raised to the qualification of any voter except at the meeting or adjourned meeting at which the vote objected to is given or tendered, and every vote not disallowed at such meeting shall be valid for all purposes



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- (ii). Any such objection made in due time shall be referred to the Chairperson of the meeting, whose decision shall be final and conclusive.
64. Any member entitled to attend and vote at a general meeting may do so either personally or through his constituted attorney or through another person (whether a member or not) as a proxy on his behalf.
65. The instrument appointing a proxy and the power-of-attorney or other authority, if any, under which it is signed or a notarised copy of that power or authority, shall be deposited at the registered office of the Company not less than 48 hours before the time for holding the meeting or adjourned meeting at which the person named in the instrument proposes to vote, and in default the instrument of proxy shall not be treated as valid.
66. An instrument appointing a proxy shall be in the form as prescribed in the Act / Rules.
67. A vote given in accordance with the terms of an instrument of proxy shall be valid, notwithstanding the previous death or insanity of the principal or the revocation of the proxy or of the authority under which the proxy was executed, or the transfer of the shares in respect of which the proxy is given:

Provided that no intimation in writing of such death, insanity, revocation or transfer shall have been received by the Company at its office before the commencement of the meeting or adjourned meeting at which the proxy is used.

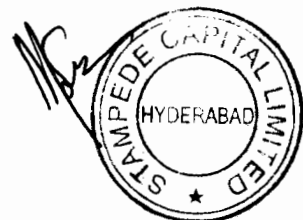
Board of Directors

68. Subject to provisions of the Act, the number of Directors shall not be less than three and not more than fifteen. Provided the Company may appoint more than fifteen directors after passing a special resolution.
69. Notwithstanding anything contrary contained in the Articles, if the Company has availed any loan(s) from, or issued any debentures or other instruments/securities to, any bank(s), financial institution(s), non-banking financial companies, asset reconstruction companies or any other body corporate ("Lender(s)") and so long as any monies with respect to such loan(s) granted by such Lender(s) to the Company remain outstanding by the Company to any Lender(s) or so long as the Lender(s) continue to hold debentures in the Company by direct subscription or private placement, or so long as the Lender(s) hold equity shares in the Company as a result of conversion of such loans/debentures, or if the agreement with the respective Lender(s) provide for appointment of any person or persons as a Director or Directors, or if the Company is required to appoint to appoint any person as a director pursuant to any agreement, (which Director or Directors is /are herein after referred to as "Nominee Director(s)") on the Board, the Company may appoint such person nominated by such Lender(s) as Nominee Director, in accordance with the terms and conditions specified in the agreement executed with such Lender.
70. (i). Subject to provision of the Act, the Board shall have power at any time, to appoint Independent Director, provided that the number of the Directors and Independent Director together shall not at any time exceed the maximum strength fixed for the Board by Articles.
- (ii). Independent Directors appointed under the provisions of the Act shall not be liable to retire by rotation.



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71. The Director who is appointed as Chairperson, can occupy both the position of Chairperson and Managing Director or Chief Executive Officer (CEO) and such equivalent managerial position thereof, in the Company. The Director who occupies both the position as Chairperson and Managing Director as aforesaid shall not be subjected to retirement by rotation.
72. (i). Subject to the provisions of the Act, the Board shall have power at any time, and from time to time, to appoint a person as an additional director, provided the number of the directors and additional directors together shall not at any time exceed the maximum strength fixed for the Board by the Articles.
- (ii). Such person shall hold office only up to the date of the next annual general meeting of the Company but shall be eligible for appointment by the Company as a director at that meeting subject to the provisions of the Act.
73. (i). The Board may appoint an alternate Director to act for a Director (hereinafter called the 'Original Director') during his absence for a period of not less than three months from India. No person shall be appointed as an alternate director for an independent director unless he is qualified to be appointed as an independent director under the provisions of the Act.
- (ii). An alternate Director appointed under this Article shall not hold office as such for a period longer than that permitted to the Original Director in whose place he has been appointed and shall vacate office if and when the Original Director returns to India. If the term of office of the Original Director is determined before he so returns to India, any provision in the Act or in these Articles for the automatic re-appointment of retiring Directors in default of another appointment shall apply to the Original Director and not to the Alternate Director.
74. The office of the Director shall stand vacated in accordance with the provisions of the Act.
75. A Director may resign from his office by complying with relevant provision of the Act.
76. (i). If the office of any director appointed by the Company in any general meeting is vacated before his term of office expires in the normal course, the resulting casual vacancy may, be filled by the Board of Directors at a meeting of the Board.
- (ii). The director so appointed shall hold office only up to the date up to which the director in whose place he is appointed would have held office if it had not been vacated.
77. The remuneration to Directors, in so far as it consists of monthly payment, shall be deemed to accrue from day-to-day.
78. The remuneration payable to Directors, including any Managing or Whole-time Director or manager, if any, shall be determined in accordance with and subject to the provisions of the Act by a resolution passed by the Company in general meeting or in such other manner permitted under the Act.
79. The fees payable to every Director for attending a meeting of the Board of Directors or Committee thereof shall be such sum as may be decided by the Board, subject to the provisions of the Act.



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- 80. Every Director shall be entitled to be paid all travelling, hotel and other expenses properly incurred by him in attending and returning from meetings of the Board of Directors or any committee thereof or General Meetings of the Company or in connection with the business of the Company.
- 81. All cheques, promissory notes, drafts, hundis, bills of exchange and other negotiable instruments, and all receipts for monies paid to the Company, shall be signed, drawn, accepted, endorsed, or otherwise executed, as the case may be, by such person and in such manner as the Board or its committee shall from time to time by resolution determine.
- 82. Every director present at any meeting of the Board or of a committee thereof shall sign his name in a register to be kept for that purpose.
- 83. Subject to the provisions of the Act, if any Director shall be appointed to advise the Directors as an expert or be called upon to perform extra services or make a special exertion for any of the purposes of the Company, the Directors may pay to such Director such special remuneration as they think fit, which remuneration may be in form of either Salary, Commission or a lump sum and may either be in addition to or substitution of the remuneration specified in the preceding articles.

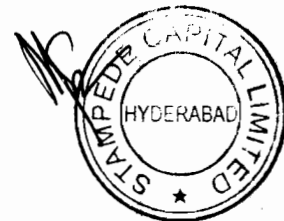
Powers of the Board

- 84. The power to manage the Company's business shall be vested in the Board, who may exercise all such powers, and do all such acts and things, as the Company is permitted by its memorandum of association or otherwise authorised under by any law, directed or required to be exercise or done by the Company in general meeting subject to the provisions of the Act and other laws and of the memorandum and articles of association of the Company. Provided no such regulation made by the Company in general meeting shall invalidate any prior act of the Board, which would otherwise have been valid if such regulation had not been made.
- 85. The Board may appoint at any time and from time to time by a power of attorney under the Company's seal, authorise any person to be the attorney of the Company for such purpose and with such powers, authorities and discretions not exceeding those vested in or exercisable by the Board by or under these articles and for such period and subject to such conditions as the Board may from time to time think fit.

Borrowing Powers

- 86. The Board may, from time to time, at their discretion, raise or borrow, or secure the payment of, any sum or sums of money for the purposes of the Company; Provided that the moneys to be borrowed together with the moneys already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) shall not at any time except with the consent of the Company by way of special resolution in general meeting exceed the aggregate of the paid-up capital of the Company and its free reserves, that is to say, reserves not set apart for any specific purpose.

The Board, with shareholders' consent where required by the Act and Rules, may raise or secure the payment or repayment of such sum or sums in such manner and upon such terms and conditions in all respects as they think fit and mortgage or charge the undertaking(s), properties and uncalled capital of the Company and



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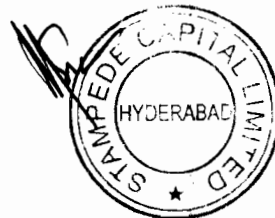
issue debentures, bonds and other securities, whether outright or as collateral security for any debt, liability or obligation of the Company or of any third party. Such debentures, bonds and other securities may be issued at a discount, premium or otherwise and with any privilege as to redemption, surrender, drawings or otherwise.

Managing Director

87. (i). Subject to the provision of the Act, the Board may, from time to time, appoint one or more of their Body to the office of Managing Director/Whole-Time-Director or Managing Directors I Whole-Time-Directors for such term and at such remuneration (whether by way of salary or commission or participation in profits or partly in one way and partly in another or otherwise as they may deem fit. The Whole-Time-Directors who are in the whole-time employment in the Company shall be subject to supervision and control of the Managing Director and exercise such of the powers as vested by the Board from time to time.
- (ii). If a Managing Director I Whole-time Director ceases to hold office as Director, he I shall ipso facto immediately cease to be a Managing Director I Whole-time Director.
88. The Board may, from time to time, entrust to and confer upon the Managing Director/Whole-Time-Director for the time being, such of the powers exercisable under these presents by the Board as they may think fit and may confer such powers for such time and to be exercised for such objects and purposes and upon such terms and conditions and with such restrictions as they think expedient and they may confer such powers either collaterally with or to the exclusion of and in substitution for, all or any of the powers of the Directors in that behalf; and may, from time to time, revoke, withdraw, alter or vary all or any of such powers.

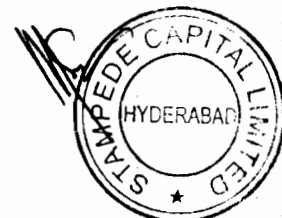
Proceedings of the Board

89. The Board of Directors may meet for the conduct of business, adjourn and otherwise regulate its meetings, as it thinks fit.
90. A Director may, and the Manager or the Company Secretary on the direction of the Director shall, at any time, summon a meeting of the Board.
91. A meeting of the Board of Directors shall be held at least four times every year and not more than 120 days shall lapse between two Board meetings.
92. Notice of every meeting of the Board of Directors of the Company shall be given in writing to every Director at his address registered with the Company and such notice shall be sent by hand delivery or by post or by electronic means.
93. The quorum for Board meeting shall be as provided in the Act.
94. The participation of directors in a meeting of the Board may be either in person or through video conferencing or audio visual means or teleconferencing, as may be prescribed by the Act I Rules.
95. (i). Save as otherwise expressly provided in the Act, questions arising at any meeting of the Board shall be decided by a majority of votes.
- (ii). In case of an equality of votes, the Chairperson of the Board, if any, shall have a second or casting vote.



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96. The continuing directors may act notwithstanding any vacancy in the Board; but, if and so long as their number is reduced below the quorum fixed by the Act for a meeting of the Board, the continuing directors or director may act for the purpose of increasing the number of directors to that fixed for the quorum, or of summoning a general meeting of the Company, but for no other purpose.
97. (i). The Board may elect a Chairperson of its meetings and determine the period for which he is to hold office.
- (ii). If no such Chairperson is elected, or if at any meeting the Chairperson is not present within thirty minutes or such other extended time the Act for the time being in force may provide after the time appointed for holding the meeting, the directors present may choose one of their number to be Chairperson of the meeting.
98. Subject to the provisions of the Act, the Board may at its discretion delegate all or any of its powers to any Directors jointly or severally or to any one Director or to any Committee of Directors, as it think fit.
99. Any committee so formed shall, in the exercise of the powers so delegated, conform to any regulations that may be imposed on it by the Board.
100. The Participation of directors in a meeting of the Committee may be either in person or through video conferencing or audio visual means or teleconferencing, as may be prescribed by the Act I Rules.
101. i. A committee may elect a Chairperson of its meetings unless the Board, while constituting a Committee, has appointed a Chairperson of such Committee.
- ii. If no such Chairperson is elected, or if at any meeting the Chairperson is not present within fifteen minutes or such other extended time the Act for the time being in force may provide, after the time appointed for holding the meeting, the members present may choose one of their members to be Chairperson of the meeting.
102. A committee may meet and adjourn as it thinks fit.
103. Questions arising at any meeting of a committee shall be determined by a majority of votes of the members present, and in case of an equality of votes, the Chairperson shall have a second or casting vote.
104. All acts done in any meeting of the Board or of a committee thereof or by any person acting as a director, shall, notwithstanding that it may be afterwards discovered that there was some defect in the appointment of any one or more of such directors or of any person acting as aforesaid, or that they or any of them were disqualified, be as valid as if every such director or such person had been duly appointed and was qualified to be a director.
105. Save as otherwise expressly provided in the Act, a resolution in writing, signed by majority of the members of the Board or of a committee thereof, for the time being entitled to receive notice of a meeting of the Board or committee, shall be valid and effective as if it had been passed at a meeting of the Board or committee, duly convened and held.



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Chief Executive Officer, Manager, Company Secretary and
Chief Financial Officer

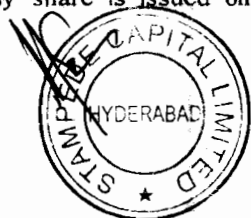
106. Subject to the provisions of the Act, -
- (i). A Chief Executive Officer, Manager, Company Secretary or Chief Financial Officer may be appointed by the Board for such term, at such remuneration and upon such conditions as it may think fit; and any Chief Executive Officer, Manager, Company Secretary or Chief Financial Officer so appointed may be removed by means of a resolution of the Board;
 - (ii) A director may be appointed as Chief Executive Officer, Manager, Company Secretary or Chief Financial Officer.

Common Seal

107. The Company shall have a Common Seal and the Directors shall provide for safe custody of the seal, which shall only be used by the authority of the Directors or of a Committee of the Directors authorised by the Directors in that behalf, and every instrument to which the seal shall be affixed shall be signed by a Director and shall be countersigned by another Director or by any other person appointed by the Directors for the purpose.

Dividends

108. The Company in general meeting may declare dividends, but no dividend shall exceed the amount recommended by the Board. However, the Company may in a general meeting may declare a lesser amount of dividend.
109. Subject to the provisions of the Act, the Board may from time to time pay to the members such interim dividends as appear to it to be justified by the profits of the Company.
110. (i). The Board may, before recommending any dividend, set aside out of the profits of the Company such sums as it thinks fit as a reserve or reserves which shall, at the discretion of the Board, be applicable for any purpose to which the profits of the Company may be properly applied, including provision for meeting contingencies or for equalizing dividends; and pending such application, may, at the like discretion, either be employed in the business of the Company or be invested in such investments (other than shares of the Company) as the Board may, from time to time, think fit.
- (ii). The Board may also carry forward any profits which it may consider necessary not to divide, without setting them aside as a reserve.
111. (i). Subject to the rights of persons, if any, entitled to shares with special rights as to dividends, all dividends shall be declared and paid according to the amounts paid or credited as paid on the shares in respect whereof the dividend is paid, but if and so long as nothing is paid upon any of the shares in the Company, dividends may be declared and paid according to the amounts of the shares.
- (ii). No amount paid or credited as paid on a share in advance of calls shall be treated for the purposes of this regulation as paid on the share.
- (iii). All dividends shall be apportioned and paid proportionately to the amounts paid or credited as paid on the shares during any portion or portions of the period in respect of which the dividend is paid; but if any share is issued on terms



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providing that it shall rank for dividend as from a particular date such share shall rank for dividend accordingly.

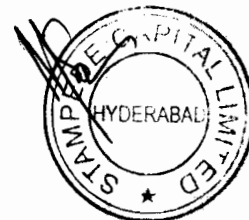
112. The Board may deduct from any dividend payable to any member all sums of money, if any, presently payable by him to the Company on account of calls or otherwise in relation to the shares of the Company.
113. Pursuant to the regulations relating to transmission of shares contained in these Articles, the Board may retain dividends payable on shares in respect of which any person is entitled to become a member pursuant to the transmission clause, until such person becomes a member in respect of such shares.
114. (i). Any dividend, interest or other monies payable in cash in respect of shares may be paid by cheque or warrant sent through post directed to the registered address of the holder or through electronic transfer, in the case of joint holders, to the registered address of that one of the joint holders who is first named on the register of members.
- (ii). Every such cheque or warrant shall be made payable to the order of the person to whom it is sent.
115. Any one of two or more joint holders of a share may give effective receipts for any dividends, bonuses or other monies payable in respect of such share.
116. No dividend shall bear interest against the Company.
117. Payment of dividend in the manner specified in these Articles shall be made at the risk of the person entitled to the dividend paid or to be paid. The Company shall be deemed to have made the payment and assumes a good discharge for such payment, if such payment is made as per the provisions of these Articles or any other permissible means.

Reserves

118. (i). The Board may, before recommending any dividend, set aside out of the profits of the Company such sums as it thinks fit as a reserve or reserves which shall, at the discretion of the Board, be applicable for any purpose to which the profits of the Company may be properly applied, including provision for meeting contingencies or for equalising dividends; and pending such application, may, at the like discretion, either be employed in the business of the Company or be invested in such investments (other than shares of the Company) as the Board may, from time to time, think fit.
- (ii). The Board may also carry forward any profits which it may consider necessary not to divide, without setting them aside as a reserve.
- (iii). The Board may at any time and from time to time, at their discretion take out of any Reserves and apply the money so taken out for any purpose for which it can be lawfully applied.

Accounts and Audit

119. (i). The Board shall from time to time determine whether and to what extent and at what times and places and under what conditions or regulations, the accounts and books of the Company, or any of them, shall be open to the inspection of members not being directors.



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- (ii). No member (not being a director) shall have any right of inspecting any account or book or document of the Company except as conferred by law or authorised by the Board.
120. The appointment, qualifications, powers, rights, duties and remuneration of the Auditors shall be regulated by and in accordance with the Act and Rules made thereunder.

Statutory Registers

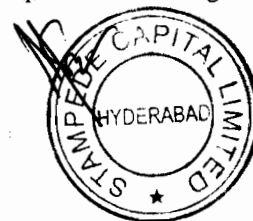
121. The Company shall keep and maintain at its Registered Office all statutory registers, other than the Register of Members, which shall be maintained by the Registrar & Transfer Agents, for such duration as the Board may decide unless otherwise prescribed, and in such manner and containing such particulars as prescribed by the Act and the Rules. The registers and copies of annual return shall be open for inspection between 10.30 a.m. to 1.00 p.m. on all business days, at the Registered Office of the Company by the persons entitled thereon on payment, where required, of such fees as may be fixed by the Board but not exceeding the limits prescribed by the Rules.

Winding Up

122. Subject to the provisions of the Act and rules made there under-
- (i) If the Company shall be wound up, the liquidator may, with the sanction of a special resolution of the Company and any other sanction required by the Act, divide amongst the members, in specie or kind, the whole or any part of the assets of the Company, whether they shall consist of property of the same kind or not.
 - (ii). the purpose aforesaid, the liquidator may set such value as he deems fair upon any property to be divided as aforesaid and may determine how such division shall be carried out as between the members or different classes of members.
 - (iii) The liquidator may, with the like sanction, vest the whole or any part of such assets in trustees upon such trusts for the benefit of the contributories if he considers necessary, but so that no member shall be compelled to accept any shares or other securities whereon there is any liability.

Indemnity and Insurance

123. (i). Subject to the provisions of the Act, every Director, Managing Director, Whole-Time Director, Manager, Chief Executive Officer, Company Secretary, Chief Financial Officer and other officer of the Company shall be indemnified by the Company out of the funds of the Company, to pay all costs, losses and expenses (including travelling expenses) which such Director, Manager, Company Secretary and officer may incur or become liable for by reason of any contract entered into or act or deed done by him in his capacity as such Director, Manager, Chief Executive Officer, Company Secretary, Chief Financial Officer or officer or in any way in the discharge of his duties in such capacity industry expenses.
- (ii). Subject as mentioned above, Every Director, Managing Director, Manager, Company Secretary or other officer of the Company shall be indemnified against any liability by him in defending any proceedings, whether civil or criminal in which judgment is given in his favour or in which he is acquitted or discharged or



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in connection with any application under applicable provisions of the Act in which relief is given to him by the Court or the Tribunal.

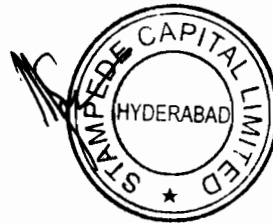
124. The Company may take and maintain any insurance as the Board may think fit on behalf of its present and I or former directors and key managerial personnel for indemnifying all or any of them against any liability for any acts in relation to the Company for which they may be liable but have acted honestly and reasonably.

General Power

125. Wherever in the Act, Rules, Regulations, Guidelines, standards etc., by any statutory authority I body, it has been provided that the Company shall have any right, privilege or authority or that the Company could carry out any transaction only if the Company is so authorised by its articles, then and in that case this Article authorizes and empowers the Company to have such rights, privileges or authorities and to carry such transactions as have been permitted by the Act, Rules, Regulations, Guidelines, standards etc., without there being any specific Article in that behalf herein provided.

Secrecy Clause

126. No member shall be entitled to visit or inspect the Company's works without the permission of the Directors or Managing Director or to require discovery of any information respecting any detail of the Company's trading or any matter which is or may be in the nature of a trade secret, mystery of trade or secret proves or which may relate to the conduct of the business of the Company and which in the opinion of the Directors will be inexpedient in the interests of the Company to communicate to the Public.

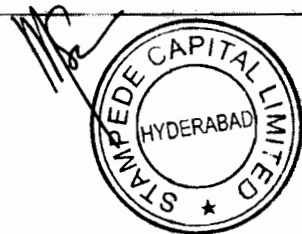


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Sl. No.	Signature Name, Description, occupations and address of subscribers	Signature, name and description, occupation and address of witness
1.	(Sd/-) Ch. Sreeman Narayan 40/582-16, Challa Compound, Dharmapet, Kurnool - 518 004. SERVICE	
2.	(Sd/-) C.Sudhir Babu S-5, Sivam Apartments, Prasanth Nagar, New Nallakunta, Hyderabad. SERVICE	
3.	(Sd/-) S.Sreenivasulu 40/386, Goshala, Park Road, Kurnool - 518 001. SERVICE	
4.	(Sd/-) L.Ramesh Babu 2/333-A, Peta, Kurnool - 518 001. SERVICE	
5.	(Sd/-) D.Srinivasa Rao H. No. 7-2-1087/A/41, B.K. Guda, S.R. Nagar, Hyderabad - 500 038. SERVICE	
6.	(Sd/-) M. Mohan H. No. 2, S.V.R. Nagar, Hyderabad. SERVICE	
7.	(Sd/-) A. Vijaya Kumar Plot No.130, R.K. Housing Cly., Dr. A.S. Rao Nagar, Hyderabad - 500 762. SERVICE	

(Sd/-)
K.K. Gupta, FCA
Chartered Accountant,
S/o. Sri. K.B. Gupta,
3464, Dundoo Vihar, R.P. Road,
Secunderabad - 500 003.

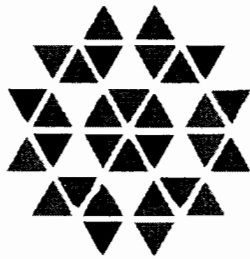
Date : 31-03-1995
Place : Hyderabad.



Annexure - A2

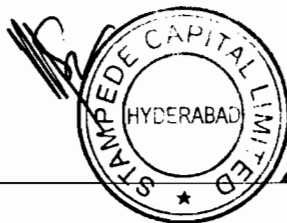
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25th Annual Report
2019-20



Stampede

Where AI Meets Investment



CORPORATE INFORMATION

BOARD OF DIRECTORS

<u>Name of Directors</u>	<u>Designation</u>	<u>Cessation</u>
Mr. Anil Thakur	Independent Director & Chairperson	Appointed on 12.11.2020
Mr. Jonna Venkata Tirupati Rao	Managing Director	Appointed on 27.11.2020
Mr. Srinivas Maya	Whole Time Director	Appointed on 24.01.2020
Mr. Sudheer Vegi	Executive Director	Ceased on 12.11.2020
Mr. Vishnuvardhan Reddy Guntaka	Executive Director	Appointed on 24.01.2020 Ceased on 16.07.2020
Mr. Chukka Siva Satya Srinivas	Independent Director	Ceased on 11.11.2020
Mr. Satya Srikanth Karaturi	Independent Director	Ceased on 12.11.2020
Mr. Venkata Krishnayya Nekkanti	Independent Director	Ceased on 11.11.2020
Mrs. Chukka Lakshmi	Independent Director	Ceased on 11.11.2020
Mr. Prathipati Parthasarathi	CFO	Ceased on 11.11.2020
Mr. Parameshwar Botla	Independent Director	Appointed on 12.11.2020
Mr. Naveen Parashar	Non- Executive Director	Appointed on 13.11.2020
Mrs. Shaik Haseena (DIN: 08141400)	Non- Executive Director	Appointed on 13.11.2020
Mr. Renduchintala Sri Naga Satya Venkata Jagannadha Prasad	CFO	Appointed on 13.11.2020

REGISTERED OFFICE

402 to 404, 4th Floor, Saptagiri Towers, Begumpet, above Pantaloons, Hyderabad, Telangana, 500016 India

Telephone : +91-40-48578444/26

Fax : +91-40-48578444

Website : www.stampedecap.com

BANKERS

HDFC BANK LIMITED

6-1-73 Saeed Plaza, Lakdikapul Hyderabad, - 500004, Telangana

BANK OF BARODA

291/14/G/1, Bhaskar Empire, Hyderabad - 500084, Telangana

SECRETARIAL AUDITORS

M/s Kota Srinivas & Associates,
Company Secretaries

Flat No. 101, 1st Floor, Chaitanya Chamber, Chaitanyapuri, Hyderabad - 500036

STATUTORY AUDITORS

M/s Navitha and Associates
Chartered Accountants

#16-11-740/75, Plot No. 84, V.K. Dhage Nagar, Dilsukh Nagar, Hyderabad - 500060

INTERNAL AUDITORS

M/S Gorantla & Co
Chartered Accountants

H. No. 6-3-664, Flat No. 101, Prestige Rai Towers, B - Block, Opp. NIMS, Punjagutta, Hyderabad 500082

SHARE TRANSFER AGENT

Venture Capital And Corporate
Investments Private Limited

12-10-167, Bharat Nagar, 500018, Telangana.
Phone: +91 040-23818475/23818476/23868023
Email: info@vccipl.com



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8.	Management Discussion and Analysis Report
9.	Auditor Report for Financial Year 2019-20
10.	Audited Financial Statements for 2019-20 - Consolidated
11.	Audited Financial Statements for 2019-20 - Standalone



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TO SHAREHOLDERS

Respected Shareholders,

On my behalf and on behalf of the Board of Directors, I welcome you all to this 25th Annual General Meeting of Company.

I feel honored and privileged once again to present you with the Annual Report for the F.Y. 2019-20. It gives me an opportunity to share my thoughts and the Company's progress during the year as well as the way forward. The financial year 2019-20 also was full of challenges and crucial commitments.

It will not be out of place at this juncture to say that your Company's ability deliver growth and sustain business gradually. The momentum is attributable to its ability to remain relevant to its esteemed customer's changing choice, preference and need.

I would like to take this opportunity on behalf of the Board of Directors and its leadership team to thank each shareholder, Banks for their continued co-operation, support and commitment to the Company.

Success is working together and not a destination; it is with this hope and faith I look forward to your continuous confidence in your Company embarking on the next phase of its growth journey.

**With Best Wishes,
Sincerely**

**Anil Thakur
Chairman
DIN: 08945434**



NOTICE OF 25TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the Twenty-Fifth Annual General Meeting (AGM) of the Members of Stampede Capital Limited ('the Company') will be held on Tuesday, 29th Day of December, 2020 at 09.00 A.M. through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM') at deemed venue at 402 to 404, 4th Floor, Saptagiri Towers, Begumpet, above Pantaloons, Hyderabad, Telangana, 500016 India to transact the following businesses:

ORDINARY BUSINESS:

Item No. 1. To review, consider and adopt Standalone Audited Financial Statements of the Company for the Financial Year ended March 31, 2020:

To review, consider and adopt the Standalone Audited Financial Statements of the Company for the Financial Year ended March 31, 2020 including the Audited Balance Sheet as at March 31, 2020, the Statement of Profit and Loss, the Cash Flow Statement of the Company for the year ended on that date and notes related thereto together with the Reports of the Board of Directors and the Auditors thereon.

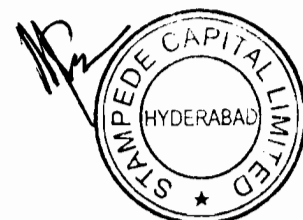
SPECIAL BUSINESSES:

Item No. 2. To appoint Mr. Parameshwar Botla (DIN: 02431490) as an Independent Director:

To consider and, if thought fit, to pass, the following resolution as an **ORDINARY RESOLUTION**:

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Schedule IV to the Act (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended from time to time and pursuant to the recommendation of Board of Directors, **Mr. Parameshwar Botla (DIN: 02431490)**, who was appointed as Additional Independent Director of the Company on 12th November, 2020 under Section 161 of Companies Act, 2013 and who has submitted a declaration stating that he meets the criteria for independence as provided under Section 149 (6) of the Act and Regulation 16 (1) (b) of the Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, for a term of five consecutive years commencing from 12th November, 2020.

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) and / or Company Secretary of the Company, be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution."



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Item No. 3. To appoint Mr. Anil Thakur (DIN: 08945434) as an Independent Director:

To consider and, if thought fit, to pass, the following resolution as an **ORDINARY RESOLUTION**:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with Schedule IV to the Act (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended from time to time, and pursuant to the recommendation of the Board of Directors, **Mr. Anil Thakur (DIN: 08945434)**, who was appointed as Additional Independent Director of the Company on 12th November, 2020 under Section 161 of Companies Act, 2013 and who has submitted a declaration stating that he meets the criteria for independence as provided under Section 149 (6) of the Act and Regulation 16 (1) (b) of the Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, for a term of five consecutive years commencing from 12th November, 2020.

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) and / or Company Secretary of the Company, be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution.”

Item No. 4. To appoint Mr. Naveen Parashar (DIN: 08399097) as Non Executive, Non Independent Director:

To consider and, if thought fit, to pass, the following resolution as an **ORDINARY RESOLUTION**:

“RESOLVED THAT pursuant the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with Companies (Appointment and Qualification of Directors) Rules, 2014, as amended from time to time and pursuant to the recommendation of the Nomination & Remuneration Committee and the Board of Directors, **Mr. Naveen Parashar (DIN: 08399097)** who was appointed as Additional Non Executive, Non Independent Director of the Company on 13th November, 2020 under Section 161 of Companies Act, 2013 and who has given his consent to be the Director, be and is hereby appointed as a Non - Executive, Non Independent Director of the Company, liable to retire by rotation, with effect from 13th November, 2020.

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) and / or Company Secretary of the Company, be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution.”



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Item No. 5. To appoint Mrs. Shaik Haseena (DIN: 08141400) as Non Executive, Non Independent Director:

To consider and, if thought fit, to pass, the following resolution as an **ORDINARY RESOLUTION**:

“RESOLVED THAT pursuant the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with Companies (Appointment and Qualification of Directors) Rules, 2014, as amended from time to time and pursuant to the recommendation of the Nomination & Remuneration Committee and the Board of Directors, **Mrs. Shaik Haseena (DIN: 08141400)** who was appointed as Additional Non Executive, Non Independent Director of the Company on 13th November, 2020 under Section 161 of Companies Act, 2013 and who has given her consent to be the Director, be and is hereby appointed as a Non - Executive, Non Independent Director of the Company, not liable to retire by rotation, with effect from 13th November, 2020.

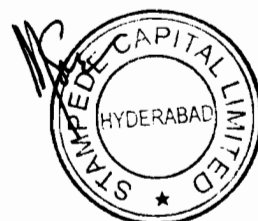
RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) and / or Company Secretary of the Company, be and are hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution.”

Item No. 6. To approve the appointment of Mr. Jonna Venkata Tirupati Rao (DIN: 07125471) as a Managing Director:

To consider and, if thought fit, to pass, the following resolution as a **SPECIAL RESOLUTION**:

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 and any other applicable provisions, if any, read along with Schedule V of the Companies Act, 2013 (‘Act’) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time, the consent of the Members be and is hereby accorded to the appointment and terms of remuneration of **Mr. Jonna Venkata Tirupati Rao** as Managing Director (‘MD’) of the Company for a period of 3 years, with effect from 27th November, 2020, not liable to retire by rotation, upon the terms and conditions set out in the Statement annexed to the Notice convening this Meeting, including the remuneration to be paid in the event of loss or inadequacy of profits in any Financial Year during his said tenure within the overall limits of Section 197 of the Act, as recommended by the Nomination and Remuneration Committee, with liberty to the Board of Directors to alter and vary the terms and conditions of the said appointment and terms of remuneration as it may deem fit and in such manner as may be agreed to between the Board and MD.

RESOLVED FURTHER THAT subject to such approvals, consents and permission as may be required, in the event of loss or inadequacy of net profits in any financial year, the Company pays **Mr. Jonna Venkata Tirupati Rao**, remuneration by way of salary, perquisites and allowances as set out in Explanatory Statement as Minimum Remuneration.



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RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to alter and vary the terms and conditions of the appointment and / or remuneration as may be agreed between the Board of Directors and **Mr. Jonna Venkata Tirupati Rao** and/or in such manner and to such extent as may be permitted or authorized in accordance with the provisions under the Act for the time being in force, subject to the same not exceeding the limits specified in Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) and / or Company Secretary of the Company, be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution.”

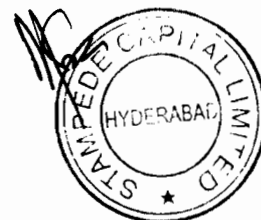
Item No. 7. To approve Change in Designation of Mr. Srinivas Maya (DIN: 08679514), Non Executive Director of the Company from Non Executive Director to Whole Time Director:

To consider and, if thought fit, to pass, the following resolution as an **ORDINARY RESOLUTION:**

“**RESOLVED THAT** pursuant to the provisions of Section 196, 197, 198, 203 read with Schedule V and other applicable provisions of the Companies Act, 2013, including any statutory modification(s) or re-enactment thereof for the time being in force and subject to such approvals, consents or permissions as may be required and in terms with the enabling provisions of the Articles of Association of the Company, the consent of the Members of the Company be and is hereby accorded to elevate **Mr. Srinivas Maya (DIN: 08679514)** from Non-Executive Director to the Whole Time Director of the Company for a period of Three (3) years w.e.f. 13th November, 2020, as recommended by the Nomination & Remuneration Committee and Board of Directors in its meeting held on 13th November, 2020, on the terms and conditions including remuneration as set out in explanatory statement annexed to the notice convening this meeting, with liberty to the Board of Directors to alter and vary the terms and conditions of the said appointment and / or remuneration as it may deem fit and as may be accepted to **Mr. Srinivas Maya**, subject to the same not exceeding the limit specified under Schedule V to the Companies Act, 2013 or any statutory modifications or re-enactment thereof.

RESOLVED FURTHER THAT the office of whole Time Director shall be liable to retire by rotation, provided that if he vacates office by retirement by rotation under the provisions of the Companies Act, 2013 at any Annual General Meeting and is re-appointed as a Director at the same meeting, he shall not, by reason only of such vacation, cease to be the Whole Time Director.

RESOLVED FURTHER THAT subject to such approvals, consents and permission as may be required, in the event of loss or inadequacy of net profits in any financial year, the Company pays **Mr. Srinivas Maya**, remuneration by way of salary, perquisites and allowances as set out in Explanatory Statement as Minimum Remuneration.



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RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to alter and vary the terms and conditions of the appointment and / or remuneration as may be agreed between the Board of Directors and **Mr. Srinivas Maya** and/or in such manner and to such extent as may be permitted or authorized in accordance with the provisions under the Act for the time being in force, subject to the same not exceeding the limits specified in Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) and / or Company Secretary of the Company, be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution."

Item No. 8. To approve conversion of Loan into Equity Shares or Equity shares-Differential Voting Rights:

To consider and, if thought fit, to pass, the following resolution as a **SPECIAL RESOLUTION**:

"RESOLVED THAT pursuant to Section 62 (3) and other applicable provisions, if any, of the Companies Act, 2013 and Rules made there under and in accordance with the Memorandum and Articles of Association of the Company and applicable regulations and subject to all such approval(s), consent(s), permission(s), sanction(s), if any, of appropriate statutory, governmental and other authorities and departments in this regard and subject to such condition(s) and modification(s) as may be prescribed or imposed, while granting such approval(s), consent(s), permission(s) or sanction(s), the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include any committee(s) constituted/to be constituted by the Board to exercise its powers including powers conferred by this resolution), on the terms and conditions contained in the financing documents, such terms and conditions to provide, inter alia, to convert the whole or part of the outstanding loans of the Company (whether disbursed on or prior to or after the date of this resolution and whether then due or payable or not), (as already stipulated or as may be specified by the Financial Institutions / Banks and anybody corporate entity(ies) under the financing documents executed or to be executed in respect of the financial assistance which have already been availed or which may be availed) by the Company under the lending arrangements with various Banks, Financial Institutions and anybody corporate entity(ies), (hereinafter collectively referred to as the "Lenders"), at the option of the Lenders, the loans (hereinafter referred to as the "Financial Assistance"), into fully paid up equity shares of the Company with ordinary voting rights and differential voting rights on such terms and conditions as may be stipulated in the financing documents and subject to applicable law and in the manner specified in a notice in writing to be given by the Lenders (or their agents or trustees) to the Company (hereinafter referred to as the "Notice of Conversion") and in accordance with the following conditions:

1. The conversion right reserved as aforesaid may be exercised by the Lenders on one or more occasions during the currency of the Financial Assistance;
2. On receipt of the Notice of Conversion, the Company shall, subject to the provisions of the financing documents, allot and issue the requisite number of fully paid-up equity shares to the Lenders or any other person identified by the Lenders as from the date of conversion and the



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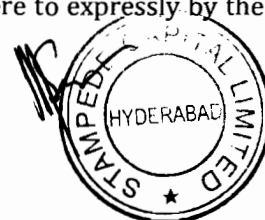
- Lenders may accept the same in satisfaction of the part of the loans so converted;
3. The part of the loan so converted shall cease to carry interest as from the date of conversion and the loan shall stand correspondingly reduced. Upon such conversion, the repayment instalments of the loan payable after the date of conversion as per the financing documents shall stand reduced proportionately by the amounts of the loan so converted. The equity shares so allotted and issued to the Lenders or such other person identified by the Lenders shall carry, from the date of conversion, the right to receive proportionately the dividends and other distributions declared or to be declared in respect of the equity capital of the Company. Save as aforesaid, the said shares shall rank pari passu with the existing equity shares with ordinary voting rights and differential voting rights of the Company in all respects as the case may be;
 4. In the event that the Lenders exercise the conversion right as aforesaid, the Company shall at its cost get the equity shares with ordinary voting rights and differential voting rights as the case may be, issued to the Lenders or such other person identified by the Lenders as a result of the conversion, and list the shares in the Stock exchanges where Company's shares are presently listed and for the said purpose the Company shall take all such steps as may be necessary to ensure that the equity shares are listed in the Stock Exchanges;
 5. The loans shall be converted into equity shares with ordinary voting rights and differential voting rights as the case may be at a price to be determined in accordance with the applicable Securities and Exchange Board of India Regulations at the time of such conversion.

RESOLVED FURTHER THAT the Board be and is hereby authorized to finalise the terms and conditions for raising the Financial Assistance, from time to time, with an option to convert the Financial Assistance into equity shares of the Company any time during the currency of the Financial Assistance, on the terms specified in the financing documents, including upon happening of an event of default by the Company in terms of the loan arrangements.

RESOLVED FURTHER THAT the Board be and is hereby authorized to issue, offer and allot from time to time to the Lenders such number of equity shares for conversion of the outstanding portion of the loans as may be desired by the Lenders.

RESOLVED FURTHER THAT the Board be and is hereby authorized to accept such modifications and to accept such terms and conditions as may be imposed or required by the Lenders arising from or incidental to the aforesaid terms providing for such option and to do all such acts and things as may be necessary to give effect to this resolution.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board, be and is hereby authorized to do all such acts, deeds, matters and things, as it may in its absolute discretion deem necessary, proper or desirable as may be required to create, offer, issue and allot the aforesaid shares, to dematerialize the shares of the Company and to resolve and settle any question, difficulty or doubt that may arise in this regard and to do all such other acts, deeds, matters and things in connection with or incidental thereto as the Board in its absolute discretion may deem fit, without being required to seek any further consent or approval of the members or otherwise to the end and intent that they shall be deemed to have given their approval there to expressly by the authority of this resolution.



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RESOLVED FURTHER THAT the Board be and is hereby also authorized to delegate all or any of the powers herein conferred by this resolution on it, to any committee of Directors or any person or persons, as it may in its absolute discretion deem fit in order to give effect to this resolution.”

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) and / or Company Secretary of the Company, be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution.”

Item No. 9. To approve Change of Name of the Company:

To consider and, if thought fit, to pass, the following resolution as a **SPECIAL RESOLUTION**:

“RESOLVED THAT pursuant to provisions of Section 4, 5, 13, 14 and 15 of the Companies Act, 2013 and rules made there under (including any statutory modification or re-enactment thereof for the time being in force) and other applicable provisions, if any, and subject to provision of memorandum of association, article of association of Company, listing agreement entered between Company with stock exchanges (BSE & NSE) and subject to the approvals, Stock Exchanges, Registrar of Company or any other regulatory Authority(ies) as may be required in this matter, consent of the Company be and is hereby granted for changing the name of the Company from “STAMPEDE CAPITAL LIMITED” to “GAYI ADI CAPITAL LIMITED” or any other name as approved by the authorities.

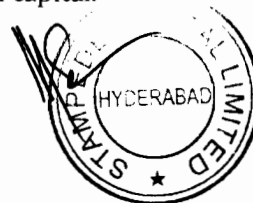
RESOLVED FURTHER THAT the name “STAMPEDE CAPITAL LIMITED” wherever it occurs in Memorandum and Articles of Association, letterheads, hoardings, envelopes, stamps, stationary, business letters, billheads, letter papers and other official publications or documents be substituted by new name “GAYI ADI CAPITAL LIMITED” or any other name as approved by the authorities.

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) and / or Company Secretary of the Company, be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution.”

Item No. 10. To approve Reduction of Share Capital of the Company:

To consider and, if thought fit, to pass, the following resolution as a **SPECIAL RESOLUTION**:

“RESOLVED THAT pursuant to the provisions of Section 66 read with other applicable provisions of the Companies Act, 2013 and rules made there under and subject to (a) the consent of other appropriate authorities, if any; and (b) the confirmation by The National Company Law Tribunal and/or any other regulatory authority as may be prescribed under the Companies Act, 2013 as the case may be in this regard and such other approvals as may be required and Pursuant to the Article 47 of the Article of the Association of the Company, the consent of the members of the Company be and is hereby accorded for the reduction of share capital of the Company and writing off the accumulated losses of the Company as on 31st March, 2019, against such reduction of capital.



RESOLVED FURTHER THAT the terms and conditions of such Reduction of Capital which, inter-alia, include the following:

- a. The total paid up Share Capital of the Company shall be reduced **FROM** Rs. 28,62,64,000/- (Rupees Twenty Eight Crores Sixty Lakhs Sixty Four Thousand only) divided into 22,90,11,200 Equity Shares with ordinary voting rights of Rs. 1/- each fully paid up and 5,72,52,800 Equity Shares with Differential Voting rights of Rs. 1/- each fully paid up **TO** Rs. 11,45,05,600/- (Rupees Eleven Crores Forty Five Lakhs Five Thousand Six Hundred only) divided into 9,16,04,480 Equity Shares with ordinary voting rights of Re. 1/- each fully paid up and 2,29,01,120 Equity Shares with Differential Voting rights of Re. 1/- each fully paid up each.
- b. The accumulated losses of the Company being the debit balance of Profit & Loss Account to the tune of Rs. 17,17,58,400/- (Rupees Seventeen Crores Seventeen Lakhs Fifty Eight Thousand Four Hundred only) as per the Audited Balance Sheet of the Company as on 31st March, 2019, will be written off against such Reduction of Capital.
- c. The Reduction of Capital shall be on proportionate basis and all the pre-reduction shareholders will remain as the shareholders of the Company even after the Reduction in the same proportion. Be and are hereby approved.

RESOLVED FURTHER THAT post obtaining all approvals for the proposed reduction of the share capital of the Company, all the shareholders, if so required by the Company, shall surrender their share certificates for cancellation thereof. Notwithstanding anything to the contrary, upon the issue of the new share certificates in the Company to the Shareholders whose names shall appear in the Register of Members of the Company on such Record Date fixed as aforesaid, the old share certificates held by them in the Company shall be deemed to have been automatically cancelled and cease to be negotiable and be of no commercial or legal value, on and from the Record Date. The Company may instead of requiring the surrender of the old share certificates, as above, directly issue and dispatch the new share certificates of the Company in lieu thereof. In the case of shares held in dematerialized and electronic form, the required procedure for reflecting the change in the holdings of the members of the Company, as a consequence of the sanctioning of this Scheme, shall be adopted for making the necessary alterations in the Depository Accounts of the shareholders.

RESOLVED FURTHER THAT upon extinguishment of share capital, the paid up share capital of the Company be stand reduced to the extent of the face value of the shares so extinguished.

RESOLVED FURTHER THAT any Director of the Company and / or Mr. Srinivas Maya, Whole Time Director and / or Mr. Abhishek Jain, Company Secretary, be and are hereby authorized severally to do all such acts, matters, deeds and things as may be necessary or desirable including any directions for settling any question or doubt or difficulty whatsoever that may arise, for the purpose of giving effect to the proposed reduction of the share capital of the Company as placed before the Board or to any modification thereof, in particular:

- a. File application with the Hon'ble National Company Law Tribunal, Mumbai bench for directions and confirmation of the proposed reduction of equity share capital, signing, affirming and verifying affidavit, applications, petitions, vakalatnama etc. in the Hon'ble National Company Law Tribunal, Mumbai bench;



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- b. To verify, sign, deal, swear, affirm, declare, deliver, execute, make, enter into, acknowledge, record and perfect all deeds, declarations, instruments, affidavits, applications, petitions, objections, notices and writings whatsoever as may be usual, necessary, proper or expedient;
- c. Sign all documents as certified true copies;
- d. To make or prepare any applications, petitions, appeals and judges summons before any court, tribunal, or all relevant authorities and respond to the appropriate authorities;
- e. Make representation on their own or through legal counsels before Hon'ble National Company Law Tribunal, Mumbai bench or other authorities for confirmation of the proposed reduction of equity share capital; and
- f. Do all such acts and things necessary and convenient in relation thereto and to give effect to this resolution as the Board of Directors in their absolute discretion consider necessary, expedient and proper.

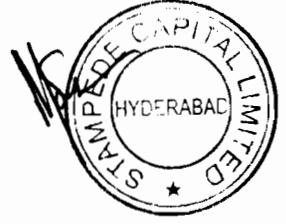
RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized, in their absolute discretion, to bring into effect the Proposed Reduction as afore-said on such other terms and conditions as they may consider appropriate and to accept such other conditions and modifications as may be prescribed by the National Company Law Tribunal, Mumbai Bench, Banks, Financial Institutions and other appropriate bodies/authorities while according their sanction or consent to the Proposed Reduction of share capital.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors be and is hereby authorized on behalf of the Company inter alia to evolve, decide upon and bring into effect the Proposed Reduction as afore-said and make and give effect to any modifications, changes, variations, alterations or revision in the proposal for the Proposed Reduction from time to time or to suspend, withdraw or review the proposal for the Proposed Reduction from time to time as may be specified by any statutory authority or as the Board of Directors may Suo Moto decide in its absolute discretion and to do all such acts, deeds, matters and things whatsoever, including settling any question, doubt or difficulty that may arise, as it may in its absolute discretion consider necessary, expedient, fit and proper."

Item No. 11. To approve material related Party Transactions:

To consider and, if thought fit, to pass, the following resolution as an **ORDINARY RESOLUTION**:

"RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 and with Companies (Meetings of Board and its Powers) Rules, 2014, Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR) (including any statutory modification thereof for the time being in force and as may be enacted from time to time), pursuant to recommendations of the Audit Committee and the consent accorded by the Board of Directors vide resolution passed in their respective meetings, the consent of the shareholders of the company be and is hereby accorded to related party transactions till ensuing Annual General Meeting to be held in Financial Year 2021-22 as per the details set out under item No. 12 of the Statement annexed to this Notice and that the Board of Directors be and is hereby authorized to perform and execute deeds, matters and things including



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delegation of such authority as may be deemed necessary or expedient to give effect to this resolutions and for the matters connected therewith or incidental thereto.

<u>Name of Related Party</u>	<u>Relations</u>	<u>Nature of Transaction</u>	<u>Monetary Value</u>
Gayi Adi Management and Trends Private Limited (CIN: U17299TG2018PTC124707)	Common Directors	Business Advance	30 Crore Per Annum
G.S.V. Securities Private Limited (CIN: U65990AP1996PTC107043)	Common Members holding more than 2 % of Paid up Share capital of the Company	Business Advance	30 Crore Per Annum
Haseena Apparel (OPC) Private Limited (CIN: U17299TG2020OPC138609)	Common Director	Business Advance	30 Crore Per Annum
Regency Fincorp Limited (CIN: L67120PB1993PLC013169)	Common Director	Business Advance	30 Crore Per Annum
JVTR Consultants (OPC) Private Limited (CIN: U74999TG2020OPC146388)	Common Director	Business Advance	30 Crore Per Annum

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) and / or Company Secretary of the Company, be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution."

Registered Office

402 to 404, 4th Floor, Saptagiri Towers,
 Begumpet, above Pantaloons,
 Hyderabad, Telangana, 500016, India

Place : Hyderabad

Date : 27th November, 2020

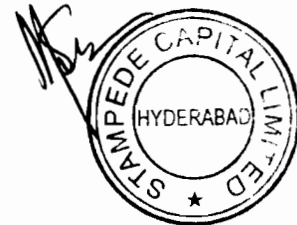
By order of the Board
For Stampede Capital Limited

Sd/-

Abhishek Jain

Company Secretary

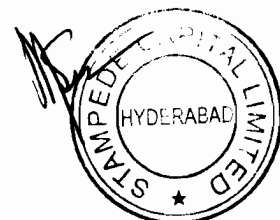
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NOTES:

1. In view of the COVID-19 pandemic, the Ministry of Corporate Affairs ('MCA') has vide circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 ('MCA Circulars') permitted holding of the Annual General Meeting ('AGM') through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM'), without the physical presence of the Members at a common venue. In compliance with the provisions of the Act read with MCA Circulars and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), the AGM of the Company will be held through VC/OAVM. The deemed venue for the Twenty-Fifth AGM shall be the Registered Office of the Company i.e. 402 to 404, 4th Floor, Saptagiri Towers, Begumpet, above Pantaloons, Hyderabad, Telangana, 500016, India
2. For the purpose of recording the proceedings, the AGM will be deemed to be held at the registered office of the Company. Keeping in view the guidelines to fight COVID-19 pandemic, the Members are requested to attend the AGM from their respective locations by VC / OAVM and do not visit the registered office to attend the AGM.
3. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice. However, Institutional investors, who are members of the Company may appoint a representative as per applicable provisions of the Companies Act, 2013 to attend and | or vote.
4. Institutional investors, who are members of the Company, are encouraged to attend the 25th AGM of the Company through VC/ OAVM mode and vote electronically. Corporate members are required to send a scanned copy (PDF/JPG Format) of the Board Resolution/ Power of Attorney authorizing its representatives to attend and vote at the AGM through VC / OAVM on its behalf pursuant to Section 113 of the Act. The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered email address to psscruinizer@gmail.com with a copy marked to helpdesk.evoting@cdslindia.com
5. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
6. A statement pursuant to Section 102 (1) of the Companies Act, 2013 ('the Act') setting out the material facts concerning each item of special business set out in the Notice is annexed hereto.
7. Details under regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard II issued by Institute of Company Secretary of India in respect of the Directors seeking appointment / re-appointment at the Annual General Meeting, forms integral part of the notice.



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8. The Members can join the AGM in the VC / OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC / OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors, etc. The detailed instructions for joining the Meeting through VC/OAVM form part of the Notes to this Notice.
9. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
10. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Ltd (CDSL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as venue voting on the date of the AGM will be provided by CDSL.
11. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM along with the Annual Report 2019-20 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories and has been uploaded on the website of the Company at https://www.stampedecap.com/investor_relations.html. The Notice can also be accessed from the websites of CDSL (agency for providing the Remote e-Voting facility) i.e. www.evotingindia.com. Printed copy of the Annual Report (including the Notice) is not being sent to the Members in view of the (MCA) Circular No. 17/2020 dated April 13, 2020.
12. Members who would like to express their views/ask questions as a speaker at the Meeting may pre-register themselves by sending a request from their registered e-mail address mentioning their names, DP ID and Client ID / folio number, PAN and mobile number at cs@stampedecap.com between Tuesday, 15th December, 2020 (09.00 a.m. IST) and Friday, December, 2020 (5.00 p.m. IST). Only those Members who have pre-registered themselves as speakers will be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.
13. The electronic copies of all documents which are referred to in this Notice but not attached to it will be made available for inspection. For inspection, the Members are requested to send a request through an e-mail on cs@stampedecap.com in with Depository participant ID and Client ID or Folio number.



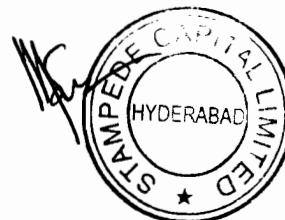
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14. Electronic copy of the Register of Directors and Key Managerial Personnel and their shareholding, maintained under the Companies Act, 2013, will be available for inspection by the Members on request by sending an e-mail on cs@stampededecap.com in with Depository participant ID and Client ID or Folio number.
15. The Members desiring any information relating to the accounts or have any questions, are requested to write to the Company on cs@stampededecap.com at least Ten days before the date of the Annual General Meeting (AGM) so as to enable the Management to keep the information ready and provide it at the AGM. Provided that the information to be provided shall be within four corners of the law and shall be provided that is permissible under law.
16. In terms of Section 72 of the Act, nomination facility is available to individual Members holding shares in the physical mode. The Members, who are desirous of availing this facility, may kindly write to Company's R & T Agent for nomination form by quoting their folio number.
17. The Register of Members and the Share Transfer Books of the Company will remain closed from Tuesday, 22nd December, 2020 to Tuesday, 29th December, 2020 (both days inclusive).
18. The Company's Registrar & Transfer Agent for its share registry (both, physical as well as electronic) is Venture Capital and Corporate Investment Private Limited ('R&TA') having its office at 12-10-167, Bharatnagar, Hyderabad-500018 (**Unit:** Stampede Capital Limited).
19. **Process for those members whose email ids are not registered:** The Members who have not registered their e-mail addresses are requested to register them with the Company to receive e-communication from the Company. For registering e-mail address, the Members are requested follow the below steps:
 - A. Members holding shares in physical mode are requested to provide name, folio number, mobile number, e-mail address, scanned copies of share certificate(s) (both sides), self-attested PAN and Aadhar card through e-mail on cs@stampededecap.com.
 - B. Members holding shares in dematerialized mode are requested to provide name, Depository participant ID and Client ID, mobile number, e-mail address, scanned copies of self-attested client master or Consolidated Account statement through e-mail on cs@stampededecap.com.

20. Voting through electronic means

✓ How do I vote electronically using CDSL e-Voting system?

- a. **Step 1:** The shareholders should log on to the e-voting website www.evotingindia.com
- b. **Step 2:** Click on Shareholders
- c. **Step 3:** Now Enter your User ID
 - **For CDSL:** 16 digits beneficiary ID
 - **For NSDL:** 8 Character DP ID followed by 8 Digits Client ID
 - Members holding shares in **Physical Form** should enter Folio Number registered with the Company





- d. **Step 4:** Next enter the Image Verification as displayed and Click on Login
- e. **Step 5A: For Members Already Registered with CDSL**
 The Members who are already registered with CDSL and have exercised e-voting through www.evotingindia.com earlier may follow the steps given below
- Use the existing password

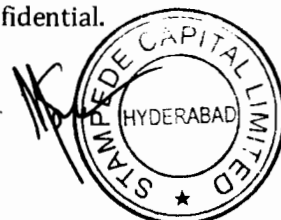
OR

- f. **Step 5B: For those Members who are not Registered with CDSL:**
 The Members (holding shares in Demat | physical form) who are not already registered with CDSL and are using the e-voting facility for the first time may follow the steps given below:

- i. Register as under:
- The Members who have already submitted their Permanent Account Number (PAN) to the Company | DP may enter their 10-digit alpha-numeric PAN issued by the Income Tax department. Others are requested to use the sequence number in the PAN Field. The sequence number is mentioned in the e-communication
 - Enter Date of Birth (DOB) as recorded in Demat account or in records of the Company for the said Demat account or folio in DD | MM | YYYY format.
- OR**
- Enter the Dividend Bank Details (DBD) as recorded in Demat account or in records of the Company for the said Demat account or folio.
- OR**
- If the Dob or DBD details are not recorded with the DP or the Company, enter the Member ID | folio number in the DBD field as under:

User ID for the Members holding shares in Demat form with CDSL	16 digits beneficiary ID
User ID for the Members holding shares in Demat form with NSDL	8 Character DP ID followed by 8 Digits Client ID
User ID for the Members holding shares in physical form	the folio number of the shares held in the Company

- ii. After entering these details appropriately, click on 'Submit'.
- iii. The Members holding shares in physical form will reach the Company selection screen. However, the Members holding shares in Demat form will reach 'Password creation' menu and will have to enter login password in the 'new password' field. It is strongly recommended not to share the password with any other person and take utmost care to keep it confidential.

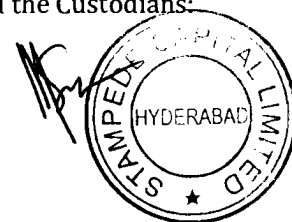


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iv. The Members holding shares in physical form can use login details only for e-voting on the resolutions contained in this Notice.

g. Step 6: How to Vote:

- Click on the Electronic Voting Serial Number (**Equity: 201205006**) and (**DVR: 201205009**) of Stampede Capital Limited to vote.
 - 'Resolution description' appears on the voting page with 'Yes | No' options for voting. Select the option 'Yes' or 'No' as desired. The option 'Yes' implies assent and option 'No' implies dissent to the resolution.
 - Click on the 'Resolutions file link' to view the details.
 - After selecting the resolution, click on 'Submit' tab. A confirmation box will be displayed. To confirm vote, click on 'Ok' else click on 'Cancel'
 - After voting on a resolution, the Members will not be allowed to modify their vote.
 - A print of the voting done may be taken by clicking on 'Click here to print' tab on the voting page.
 - In case the Members holding shares in Demat form forget their password, they can enter the User ID and the image verification details and click on 'Forgot password' to generate a new one.
- ✓ **General Instruction 1:** In compliance with provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (LODR) Regulations, the Company is pleased to provide its members, as on the cut-off date being Tuesday, 22nd December, 2020 the facility to exercise their right to vote by electronic means on any or all of the businesses specified in the Notice, at the 25th Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by CDSL.
- ✓ **General Instruction 2:** The remote e-voting period commences on Thursday, 24th December, 2020 at 9:00 am and ends on Monday, 28th December, 2020 at 5:00 P.M. During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Tuesday, 22nd December, 2020 may cast their vote by remote e-voting. The remote E-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- ✓ **General Instruction 3:** The members who have casted their vote by remote e-voting prior to the AGM may also attend the AGM **but shall not be entitled to cast their votes thereat again.**
- ✓ **General Instruction 4:** A person who is not a member as on cut-off date should treat this Notice for information purpose only.
- ✓ **General Instruction 5:** The Members can also use mobile application 'm-Voting' of CDSL for e-voting using their e-voting credentials.
- ✓ **General Instruction 6:** For the non-individual Members and the Custodians:

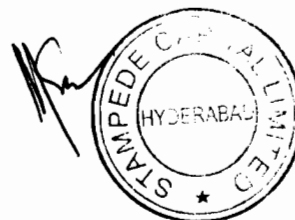


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- Non-individual Members (that is, other than individuals, Hindu Undivided Family, Non-Resident Individual) and Custodians are required to log on to www.evotingindia.com and register themselves as Corporate.
- A scanned copy of the registration form bearing the stamp and sign of the entity will be e-mailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details, a Compliance user will be created using the admin login and password. The Compliance user will be able to link the account(s) for which they wish to vote on.
- The list of accounts will be e-mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts, votes can be cast.
- A scanned copy of the Board Resolution and Power of Attorney issued in favor of the Custodian, if any, will have to be uploaded in portable document format in the system for verification by the Scrutinizer.

21. The instructions for e-voting during the AGM are as under:

- The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
- Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available in the AGM
- If any Votes are casted by the members through the e-voting available during the AGM and if the same members have not participated in the meeting through VC/OAVM facility, then the votes casted by such members shall be considered invalid as the facility of e-voting during the meeting is available only to the members participating in the meeting
- Members who have voted through remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
- Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the CDSL e-Voting system. Members may access the same at <https://www.evotingindia.com> under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.
- Members are encouraged to join the Meeting through Laptops for better experience.
- Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.





Stampede
Where All Meet Investment

STAMPEDE CAPITAL LIMITED

25th Annual Report 2019-20

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- Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

Registered Office

402 to 404, 4th Floor, Saptagiri Towers,
Begumpet, above Pantaloons,
Hyderabad, Telangana, 500016, India

Place : Hyderabad

Date : 27th November, 2020

By order of the Board

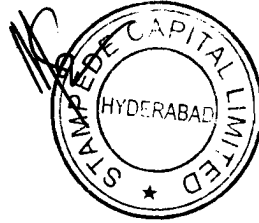
For Stampede Capital Limited

Sd/-

Abhishek Jain

Company Secretary

M. No.: A62027



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EXPLANATORY STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 2.

the Board of Directors of the Company have appointed **Mr. Parameshwar Botla**, as an Additional Independent Director of the Company to hold office for a period of five consecutive years, not liable to retire by rotation, subject to consent by the Members of the Company at this Annual General Meeting ("AGM").

As an Additional Independent Director, **Mr. Parameshwar Botla**, holds office till the date of the AGM and is eligible for being appointed as an Independent Director. The Company has received a declaration from **Mr. Parameshwar Botla**, confirming that he meets the criteria of independence as prescribed under the Act and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). **Mr. Parameshwar Botla**, is also not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director of the Company. In the opinion of the Board, **Mr. Parameshwar Botla**, fulfills the conditions for his appointment as an Independent Director as specified in the Act and the Listing Regulations and he is independent of the management.

An electronic copy of the draft letter of the appointment of Independent Director setting out the terms and conditions is available for inspection. For inspection, the Members are requested to send a request through an e-mail on cs@stampedecap.com in with Depository participant ID and Client ID or Folio number.

Pursuant to Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and details as required under SS-2 (Secretarial Standard-2 on "General Meetings") of **Mr. Parameshwar Botla**, seeking appointment as an Independent Director is given in this notice.

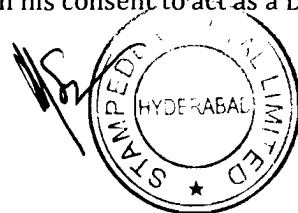
The Board of Directors considers that on account of vast knowledge and experience of **Mr. Parameshwar Botla**, his appointment shall be in the interest of the Company. Therefore, the Board of Directors recommends the Resolution set out at Item No. 2 of the accompanying Notice for approval of the Members of the Company as an **Ordinary Resolution**.

None of the Directors / Key Managerial Personnel of the Company / their relatives is in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 2 of the Notice.

Item No. 3.

The Board of Directors of the Company have appointed **Mr. Anil Thakur**, as an Additional Independent Director of the Company to hold office for a period of five consecutive years, not liable to retire by rotation, subject to consent by the Members of the Company at this Annual General Meeting ("AGM").

As an Additional Independent Director, **Mr. Anil Thakur**, holds office till the date of the AGM and is eligible for being appointed as an Independent Director. The Company has received a declaration from **Mr. Anil Thakur**, confirming that he meets the criteria of independence as prescribed under the Act and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). **Mr. Anil Thakur**, is also not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director



of the Company. In the opinion of the Board, **Mr. Anil Thakur**, fulfills the conditions for his appointment as an Independent Director as specified in the Act and the Listing Regulations and he is independent of the management.

An electronic copy of the draft letter of the appointment of Independent Director setting out the terms and conditions is available for inspection. For inspection, the Members are requested to send a request through an e-mail on cs@stampedecap.com in with Depository participant ID and Client ID or Folio number.

Pursuant to Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and details as required under SS-2 (Secretarial Standard-2 on "General Meetings") of **Mr. Anil Thakur**, seeking appointment as an Independent Director is given in this notice.

The Board of Directors considers that on account of vast knowledge and experience of **Mr. Anil Thakur**, his appointment shall be in the interest of the Company. Therefore, the Board of Directors recommends the Resolution set out at Item No. 3 of the accompanying Notice for approval of the Members of the Company as an **Ordinary Resolution**.

None of the Directors / Key Managerial Personnel of the Company / their relatives is in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 3 of the Notice.

Item No. 4.

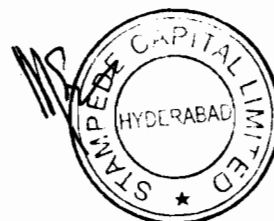
Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company have appointed **Mr. Naveen Parashar**, as an Additional Non Executive, Non Independent Director of the Company liable to retire by rotation, subject to consent by the Members of the Company at this Annual General Meeting ("AGM").

As an Additional Non Executive, Non Independent Director, **Mr. Naveen Parashar**, holds office till the date of the AGM and is eligible for being appointed as Non Executive, Non Independent Director. The Company has received a declaration from **Mr. Naveen Parashar**, confirming that he is also not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Non Executive, Non Independent Director of the Company.

An electronic copy of the draft letter of the appointment of Non Executive Non Independent Director setting out the terms and conditions is available for inspection. For inspection, the Members are requested to send a request through an e-mail on cs@stampedecap.com in with Depository participant ID and Client ID or Folio number.

Pursuant to Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and details as required under SS-2 (Secretarial Standard-2 on "General Meetings") of **Mr. Naveen Parashar**, seeking appointment as an Non Executive Non Independent Director is given in this notice.

The Board of Directors considers that on account of vast knowledge and experience of **Mr. Naveen Parashar**, his appointment shall be in the interest of the Company. Therefore, the Board of Directors recommends the Resolution set out at Item No. 4 of the accompanying Notice for approval of the Members of the Company as an **Ordinary Resolution**.



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Except **Mr. Naveen Parashar**, none of other Directors / Key Managerial Personnel of the Company / their relatives is in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of the Notice.

Item No. 5.

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company have appointed **Mrs. Shaik Haseena**, as an Additional Non Executive, Non Independent Director of the Company not liable to retire by rotation, subject to consent by the Members of the Company at the ensuing Annual General Meeting ("AGM").

As an Additional Non Executive, Non Independent Director, **Mrs. Shaik Haseena**, holds office till the date of the AGM and is eligible for being appointed as Non Executive, Non Independent Director. The Company has received a declaration from **Mrs. Shaik Haseena**, confirming that she is also not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given her consent to act as a Non Executive, Non Independent Director of the Company.

An electronic copy of the draft letter of the appointment of Non Executive Non Independent Director setting out the terms and conditions is available for inspection. For inspection, the Members are requested to send a request through an e-mail on cs@stampedecap.com in with Depository participant ID and Client ID or Folio number.

Pursuant to Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and details as required under SS-2 (Secretarial Standard-2 on "General Meetings") of **Mrs. Shaik Haseena**, seeking appointment as an Non Executive Non Independent Director is given in this notice.

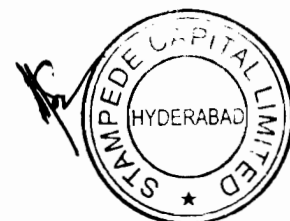
The Board of Directors considers that on account of vast knowledge and experience of **Mrs. Shaik Haseena**, her appointment shall be in the interest of the Company. Therefore, the Board of Directors recommends the Resolution set out at Item No. 5 of the accompanying Notice for approval of the Members of the Company as an **Ordinary Resolution**.

Except **Mrs. Shaik Haseena and Mr. Jonna Venkata Tirupati Rao**, none of other Directors / Key Managerial Personnel of the Company / their relatives is in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 of the Notice.

Item No. 6.

The Board of Directors on recommendation of the Nomination and Remuneration Committee considered that Mr. Tirupati's level of competence Company's business areas would be of immense benefit towards the future business and financial growth of the Company therefore it is desirable to avail of his services as Managing Director. Based on the above, the Board of Directors of the Company appointed **Mr. Jonna Venkata Tirupati Rao** as the Managing Director of the Company, not liable to retire by rotation, for a period of three years effective from 27th November, 2020, subject to approval of the Shareholders.

The main terms and conditions relating to the re-appointment and terms of remuneration **Mr. Jonna Venkata Tirupati Rao** as Managing Director are as follows:



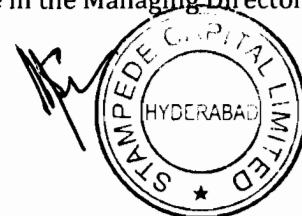
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1. **Tenure:** For a period of 3 years i.e., from November 27, 2020 to November 26, 2023.
2. **Nature of Duties:** The Managing Director shall devote his whole time and attention to the business of the Company and perform such duties as may be entrusted to him by the Board from time to time and separately communicated to him and exercise such powers as may be assigned to him, subject to superintendence, control and directions of the Board in connection with and in the best interests of the business of the Company.
3. **Remuneration:** The Managing Director shall be entitled to remuneration as stated here under:
 - A. **Basic Salary:**

10,00,000 /- Per Month to a maximum of 15,00,000/- Per Month, with authority to the Board or a Committee thereof to fix his Basic Salary within the said Maximum amount
Provided that annual increment shall be decided by the Board based on the recommendations of the Nomination and Remuneration Committee ('NRC'). The recommendation of NRC will be based on Company performance and individual performance.
 - B. **Benefits, perquisites and allowances:**

Benefits, Perquisites and Allowances as may be determined by the Board from time to time over and above the Basic Salary.
 - C. **Minimum Remuneration:**

Notwithstanding anything to the contrary here in contained where in any Financial Year during the currency of the tenure of Managing Director of the Company has no profits or its profits are inadequate, the Company will pay remuneration by way of Basic Salary, Benefits, Perquisites, Allowances and Incentive Remuneration as specified above within the Limits allowed under the Companies Act, 2013 read with Schedule V of the said Act.
 - D. **Termination:**
 - The appointment may be terminated earlier, without any cause, by either Party by giving to the other Party six months' notice of such termination or the Company paying six months' remuneration which shall be limited to provision of Salary, Benefits, Perquisites, Allowances and any pro-rated Bonus/Performance Linked Incentive/Commission (paid at the discretion of the Board), in lieu of such notice.
 - The employment of the Managing Director may be terminated by the Company without notice or payment in lieu of notice:
 - if the Managing Director is found guilty of any gross negligence, default or misconduct in connection with or affecting the business of the Company to which he is required by the Agreement to render services;
 - In the event of any serious or repeated or continuing breach (after prior warning) or non-observance by Managing Director of any of the stipulations contained in the Agreement; or
 - In the event the Board expresses its loss of confidence in the Managing Director.



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- In the event the Managing Director is not in a position to discharge his official duties due to any physical or mental incapacity, the Board shall be entitled to terminate his contract on such terms as the Board may consider appropriate in the circumstances.
- If and when this Agreement expires or is terminated for any reason whatsoever, **Mr. Jonna Venkata Tirupati Rao** will cease to be the Managing Director but shall not be ceased to be a Director of the Company. If at any time, **Mr. Jonna Venkata Tirupati Rao** ceases to be a Director of the Company for any reason whatsoever, he shall cease to be the Managing Director and this Agreement shall forthwith terminate. If at any time, the Managing Director ceases to be in the employment of the Company for any reason whatsoever, he shall cease to be a Director and Managing Director of the Company.

E. Policies:

All Personnel Policies of the Company and the related rules which are applicable to other employees of the Company shall also be applicable to the Managing Director unless specifically provided otherwise.

An electronic copy of the draft letter of the appointment of Managing Director setting out the terms and conditions is available for inspection. For inspection, the Members are requested to send a request through an e-mail on cs@stampedecap.com in with Depository participant ID and Client ID or Folio number.

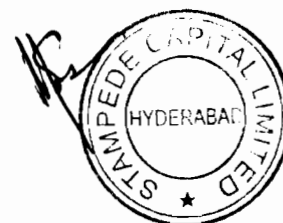
Pursuant to Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and details as required under SS-2 (Secretarial Standard-2 on "General Meetings") of **Mr. Jonna Venkata Tirupati Rao**, seeking appointment as Managing Director is given in this notice. The Board of Directors also considers that on account of vast knowledge and experience of **Mr. Jonna Venkata Tirupati Rao**, his appointment shall be in the interest of the Company. Therefore, the Board of Directors recommends the Resolution set out at Item No. 6 of the accompanying Notice for approval of the Members of the Company as a **Special Resolution**.

Except **Mr. Jonna Venkata Tirupati Rao** and **Mrs. Shaik Haseena (DIN: 08141400)**, none of other Directors / Key Managerial Personnel of the Company / their relatives is in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 6 of the Notice.

Item No. 7.

The Board of Directors on recommendation of the Nomination and Remuneration Committee considered that Mr. Maya's level of competence towards developments in Company's business areas would be of immense benefit and financial growth of the Company therefore it is desirable to avail his services as Whole Time Director. Based on the above, the Board of Directors of the Company changed the designation of **Mr. Srinivas Maya** from Non Executive Director to Whole Time Director of the Company, liable to retire by rotation, for a period of three years effective from 13th November, 2020, subject to approval of the Shareholders.

The main terms and conditions relating to the re-appointment and terms of remuneration **Mr. Srinivas Maya** as Whole Time Director are as follows:



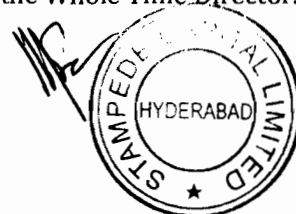
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1. **Tenure:** For a period of 3 years i.e., from November 13, 2020 to November 12, 2023.
2. **Nature of Duties:** The Whole Time Director shall devote his whole time and attention to the business of the Company and perform such duties as may be entrusted to him by the Board from time to time and separately communicated to him and exercise such powers as may be assigned to him, subject to superintendence, control and directions of the Board in connection with and in the best interests of the business of the Company.
3. **Remuneration:** The Whole Time Director shall be entitled to remuneration as stated here under in terms of Schedule V of the Companies Act, 2013:
 - A. **Basic Salary:**

2,00,000 /- Per Month to a maximum of 5,00,000/- Per Month, with authority to the Board or a Committee thereof to fix his Basic Salary within the said Maximum amount
Provided that annual increment shall be decided by the Board based on the recommendations of the Nomination and Remuneration Committee ('NRC'). The recommendation of NRC will be based on Company performance and individual performance.
 - B. **Benefits, perquisites and allowances:**

Benefits, Perquisites and Allowances as may be determined by the Board from time to time over and above the Basic Salary within the Limits allowed under the Companies Act, 2013 read with Schedule V of the said Act.
 - C. **Minimum Remuneration:**

Notwithstanding anything to the contrary here in contained where in any Financial Year during the currency of the tenure of Whole Time Director of the Company has no profits or its profits are inadequate, the Company will pay remuneration by way of Basic Salary, Benefits, Perquisites, Allowances and Incentive Remuneration as specified above within the Limits allowed under the Companies Act, 2013 read with Schedule V of the said Act.
 - D. **Termination:**
 - The appointment may be terminated earlier, without any cause, by either Party by giving to the other Party six months' notice of such termination or the Company paying six months' remuneration which shall be limited to provision of Salary, Benefits, Perquisites, Allowances and any pro-rated Bonus/Performance Linked Incentive/Commission (paid at the discretion of the Board), in lieu of such notice.
 - The employment of the Whole Time Director may be terminated by the Company without notice or payment in lieu of notice:
 - if the Whole Time Director is found guilty of any gross negligence, default or misconduct in connection with or affecting the business of the Company to which he is required by the Agreement to render services;
 - In the event of any serious or repeated or continuing breach (after prior warning) or non-observance by Whole Time Director of any of the stipulations contained in the Agreement; or
 - In the event the Board expresses its loss of confidence in the Whole Time Director.



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- In the event the Whole Time Director is not in a position to discharge his official duties due to any physical or mental incapacity, the Board shall be entitled to terminate his contract on such terms as the Board may consider appropriate in the circumstances.
- If and when this Agreement expires or is terminated for any reason whatsoever, **Mr. Srinivas Maya** will cease to be the Whole Time Director but shall not cease to be a Director of the Company. If at any time, **Mr. Srinivas Maya** ceases to be a Director of the Company for any reason whatsoever, he shall cease to be the Whole Time Director and this Agreement shall forthwith terminate. If at any time, the Whole Time Director ceases to be in the employment of the Company for any reason whatsoever, he shall cease to be a Director and Whole Time Director of the Company.

E. Policies:

All Personnel Policies of the Company and the related rules which are applicable to other employees of the Company shall also be applicable to the Whole Time Director unless specifically provided otherwise.

An electronic copy of the draft letter of the appointment of Whole Time Director setting out the terms and conditions is available for inspection. For inspection, the Members are requested to send a request through an e-mail on cs@stampedecap.com in with Depository participant ID and Client ID or Folio number.

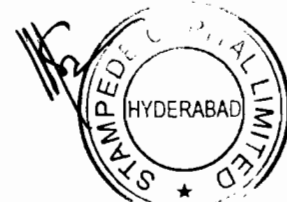
Pursuant to Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and details as required under SS-2 (Secretarial Standard-2 on "General Meetings") of **Mr. Srinivas Maya**, seeking appointment as Whole Time Director is given in this notice

The Board of Directors also considers that on account of vast knowledge and experience of **Mr. Srinivas Maya**, his appointment shall be in the interest of the Company. Therefore, the Board of Directors recommends the Resolution set out at Item No. 7 of the accompanying Notice for approval of the Members of the Company as an **Ordinary Resolution**.

Except **Mr. Srinivas Maya**, none of other Directors / Key Managerial Personnel of the Company / their relatives is in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 7 of the Notice.

Item No. 8.

In line with the regulatory changes in the recent past, the changes in the Companies Act and in line with various directives issued by Reserve Bank of India, from time to time, and in pursuance of the financing documents of the Company, the Company is required to pass a Special Resolution under Section 62 (3) of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013 and Rules made there under to enable the Banks and Financial Institutions (hereinafter referred to as the "Lenders") to convert the outstanding debt or any other financial assistance categorized as debt (hereinafter referred to as the "Financial Assistance"), in foreign currency or Indian Rupee, already availed or to be availed from the Lenders or as may be availed from the Lenders, from time to time, at their option, into equity shares with ordinary voting rights and differential voting rights of the Company as the case may be upon such terms and conditions as may be deemed appropriate by the



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Board and at a price to be determined in accordance with the applicable laws at the time of such conversion.

Section 62 (3) of the Companies Act, 2013, provides that nothing in Section 62 shall apply to the increase of the subscribed capital of a Company caused by the exercise of an option as a term attached to the debentures issued or loan raised by the company to convert such debentures or loans into shares in the Company; provided that the terms of issue of such debentures or loan containing such an option have been approved before the issue of such debentures or the raising of loan by a special resolution passed by the company in General Meeting.

Pursuant to Section 180 (1) (a) and 180 (1) (c) of the Companies Act, 2013, the Board of Directors of the Company also recommends to borrow any sum or sums of monies (apart from temporary loans obtained from the Company's Bankers in the ordinary course of business), from time to time, in such form and manner and on such terms and conditions as the Board may deem fit. For the purposes of such Borrowings, the Company may, from time to time, be required to execute financing documents, which provides for an enabling option to the Lenders, to convert the whole or any part of such outstanding Financial Assistance (comprising loans, debentures or any other financial assistance categorized as loans), into fully paid up equity shares with ordinary voting rights and differential voting rights of the Company as the case may be.

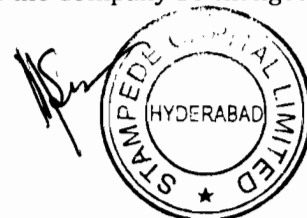
Accordingly, the Board of Director recommends the resolution as set forth in the item no. 8 of the Notice, to enable the Lenders, in terms of the lending arrangements, entered/to be entered and as may be specified by the Banks/Financial Institutions and anybody corporate entity(ies) under the financing documents already executed or to be executed in respect of the Financial Assistance availed/ to be availed, at their option, to convert the whole or part of their respective outstanding Financial Assistance into equity shares with ordinary voting rights and differential voting rights of the Company as the case may be, upon such terms and conditions as may be deemed appropriate by the Board and at a price to be determined in accordance with the applicable Securities and Exchange Board of India Regulations at the time of such conversion.

The Company hereby clarifies that this resolution is merely an enabling resolution and there are no proposals of conversion of loan into equity shares with voting rights and equity shares with differential voting rights, either pending or envisaged currently. Therefore, the Board of Directors recommends the Resolution set out at Item No. 8 of the accompanying Notice for approval of the Members of the Company as a **Special Resolution**.

None of other Directors / Key Managerial Personnel of the Company / their relatives is in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 8 of the Notice.

Item No. 9.

Pursuant to the provisions of Section 13 (2) of the Companies Act, 2013, any alteration in the name clause of the Memorandum of Association of the Company shall be made only after obtaining the consent of the shareholders by passing a Special resolution and the approval of Registrar of Companies and all other statutory approvals. The Board has proposed the name of the Company be changed from



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“STAMPEDE CAPITAL LIMITED” to “GAYI ADI CAPITAL LIMITED” or any other name as approved by the authorities.

An electronic copy of the Memorandum of Association and Articles of Association of the Company together with the proposed amendments is available for inspection. For inspection, the Members are requested to send a request through an e-mail on cs@stampedecap.com in with Depository participant ID and Client ID or Folio number.

The Board of Directors recommends the Resolution set out at Item No. 9 of the accompanying Notice for approval of the Members of the Company as a **Special Resolution**.

None of other Directors / Key Managerial Personnel of the Company / their relatives is in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 9 of the Notice.

Item No. 10.

Based on the recommendation of Audit Committee, the Board of Directors of the Company in its meeting held on 30th April, 2019 unanimously approved the reduction of the paid-up equity share capital by 60% on proportionate basis, under section 66 of the Companies Act, 2013 and other applicable provisions subject to approvals, consents, permissions of National Company Law Tribunal and other statutory authorities.

The Board of Directors discussed that there was an accumulated loss (debit balance of Profit & Loss Account) of Rs. 17,29,22,658/- as per the last Audited Annual Accounts of the Company for the Financial Year ended March 31, 2019. In order to re-align the relation between capital & assets; and to accurately and fairly reflect the liabilities & assets of the Company in its books of accounts; and for better presentation of the Financial Position of the Company, the Board of Directors has decided to write off the Rs.17,17,58,400/- (Rupees Seventeen Crores Seventeen Lakhs Fifty Eight Thousand Four Hundred only) of the total accumulated losses of Rs.17,29,22,658/- (Rupees Seventeen Crores Twenty Nine Lakhs Twenty Two Thousand Six Hundred and Fifty Eight only) against reduction in the share capital of the Company in accordance with section 66 of the Companies Act, 2013 and other applicable provisions.

Thereafter, the Company had applied with BSE and NSE (Stock Exchanges) in order to take No Objection Letter In terms of the Securities and Exchange Board of India ('SEBI') Circular No. CIR/CFD/CMD/16/2015 dated November 30, 2015. BSE and NSE vide its letter dated 22.10.2020 and 26.10.2020 respectively issued No Objection Letters to the proposal of afore-said Reduction of Capital. The Company had also taken fairness opinion from Ashika Capital Limited, SEBI Authorized Merchant Banker on proposed Reduction of Capital.

An electronic copy of the No Objection Letters from BSE and NSE along with fairness opinion is available for inspection. For inspection, the Members are requested to send a request through an e-mail on cs@stampedecap.com in with Depository participant ID and Client ID or Folio number.

Further, this resolution is subject to the approval of shareholders, National Company Law Tribunal and other statutory authorities. After necessary approvals,, the subscribed, issued and paid-up capital of the Company shall stand reduced **FROM** Rs. 28,62,64,000/- (Rupees Twenty Eight Crores Sixty Lakhs Sixty Four Thousand only) divided into 22,90,11,200 Equity Shares with ordinary voting rights





of Rs. 1/- each fully paid up and 5,72,52,800 Equity Shares with Differential Voting rights of Rs. 1/- each fully paid up **TO** Rs. 11,45,05,600/- (Rupees Eleven Crores Forty Five Lakhs Five Thousand Six Hundred only) divided into 9,16,04,480 Equity Shares with ordinary voting rights of Re. 1/- each fully paid up and 2,29,01,120 Equity Shares with Differential Voting rights of Re. 1/- each fully paid up each. The aforesaid reduction of paid-up share capital shall be effected by writing off Rs.17,17,58,400/- (Rupees Seventeen Crores Seventeen Lakhs Fifty Eight Thousand Four Hundred only) of the total accumulated losses of Rs.17,29,22,658/- (Rupees Seventeen Crores Twenty Nine Lakhs Twenty Two Thousand Six Hundred and Fifty Eight only).

The Shareholders of the Company after reduction of capital will get 2 (Two) equity shares of Rs. 1/- (Rupee One only) each for every 5 (Five) equity share of Rs. 1/- (Rupees Ten only) each held by them prior to reduction of capital.

Further, the proposed Capital Reduction would not in any way adversely affect the ordinary operations of the Company and the Company's equity capital structure will remain unchanged. There will be no change in the shareholding pattern of the Company pursuant to the proposed reduction of Capital as no issue of shares or reduction or cancellation of shares by the Company is envisaged under the proposed reduction of capital.

The Capital Structure and Shareholding Pattern of the Company pre-reduction of Capital post reduction of Capital are as follows:

Particulars	Prior to Reduction of Capital	Post Reduction of Capital
Paid Up Share Capital		
Equity Shares with ordinary voting rights of Rs. 1/-	22,90,11,200	9,16,04,480
Equity Shares with Differential voting rights of Rs. 1/-	5,72,52,800	2,29,01,120
Total Paid Up Capital	28,62,64,000	11,45,05,600

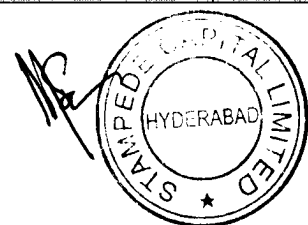
The Pre and Post Reduction Shareholding pattern of the Company will be as follows:

A. Equity Shares with Ordinary Voting Rights:

Particulars	Prior to Reduction of Capital		Post Reduction of Capital	
	No of Shares (Rs. 1/-)	% to Total	No of Shares (Rs. 1/-)	% to Total
Promoter's & Promoter Group	3,95,81,890	17.28	1,58,32,756	17.28
Public Shareholding	18,94,29,310	82.72	7,57,71,724	82.72
Total	22,90,11,200	100	9,16,04,480	100

B. Equity Shares with Differential Voting Rights:

Particulars	Prior to Reduction of Capital		Post Reduction of Capital	
	No of Shares (Rs. 1/-)	% to Total	No of Shares (Rs. 1/-)	% to Total





Promoter's & Promoter Group	2,44,95,725	42.79	97,98,290	42.79
Public Shareholding	3,27,57,075	57.21	1,31,02,830	57.21
Total	5,72,52,800	100	2,29,01,120	100

The reduction of capital does not envisage payout of cash and hence would not in any way have any adverse effect on the Company's ability to honor its commitments or meet its liabilities in the ordinary course of business. Also, the Proposed Reduction of Capital would enable the company to reflect the better financial position in its balance sheet. This would subsequently enable the company to raise required finance to enable the company to develop its business activities and thereby increase its net worth as well as enhance the stakeholder's value. Hence, the Board of Directors recommends the Resolution set out at Item No. 10 of the accompanying Notice for approval of the Members of the Company as a **Special Resolution**.

None of other Directors / Key Managerial Personnel of the Company / their relatives is in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 10 of the Notice.

Item No. 11.

Section 188 read with rules made there under prescribe certain approvals for related party transactions. Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 also prescribe seeking shareholders' approval for material related party transaction beyond specified threshold. Provision to Section 188 (1) provides that noting contained in Section 188 (1) shall apply where transaction entered into by Company with related party in the ordinary course of business and at arm's length basis.

All the proposed transactions put up for approval are in the ordinary course of business and at arm's length basis. The transactions are repetitive in nature, considering the large volume of the transaction, the contracts / arrangements / transactions are material in nature and hence require approval of members. Pursuant to provisions of Regulations 23 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, the followings contracts / arrangements / transactions are material in nature and require approval of unrelated members of the Company by Ordinary Resolution:

<u>Name of Related Party</u>	<u>Relations</u>	<u>Nature of Transaction</u>	<u>Monetary Value</u>
Gayi Adi Management and Trends Private Limited (CIN: U17299TG2018PTC124707)	Common Directors	Business Advance	30 Crore Per Annum
G.S.V. Securities Private Limited (CIN: U65990AP1996PTC107043)	Common Members holding more than 2 % of Paid up Share capital of the	Business Advance	30 Crore Per Annum



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	Company		
Haseena Apparel (OPC) Private Limited (CIN: U17299TG20200PC138609)	Common Director	Business Advance	30 Crore Per Annum
Regency Fincorp Limited (CIN: L67120PB1993PLC013169)	Common Director	Business Advance	30 Crore Per Annum
JVTR Consultants (OPC) Private Limited (CIN: U74999TG20200PC146388)	Common Director	Business Advance	30 Crore Per Annum

Regulations 23 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, all material related party transaction shall required approval of the members through Ordinary Resolution and all related parties shall abstain from voting on such resolution.

Except Mr. Jonna Venkata Tirupati Rao (DIN: 07125471), Mrs. Shaik Haseena (DIN: 08141400) and Mr. Naveen Parashar (DIN: 08399097), None of other Directors / Key Managerial Personnel of the Company / their relatives is in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 11 of the Notice.

The Board of Directors recommends the Resolution set out at Item No. 11 of the accompanying Notice for approval of the Members of the Company as an **Ordinary Resolution**.

Registered Office

402 to 404, 4th Floor, Saptagiri Towers,
 Begumpet, above Pantaloons,
 Hyderabad, Telangana, 500016, India

Place : Hyderabad

Date : 27th November, 2020

By order of the Board

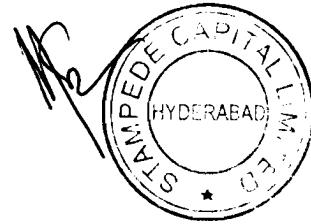
For Stampede Capital Limited

Sd/-

Abhishek Jain

Company Secretary

M. No.: A62027

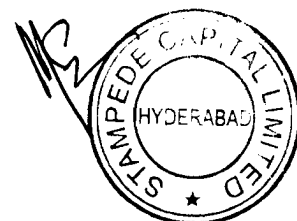


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Brief resume of Director/s seeking appointment / re-appointment

Pursuant to provisions of SEBI (LODR) Regulations and Secretarial Standards on General Meetings, relevant particulars of Directors seeking appointment / re-appointment as this AGM are given here below:

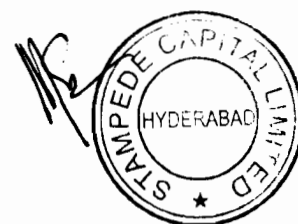
Name of the Director	Mr. Parameshwar Botla	Mr. Anil Thakur
DIN	02431490	08945434
Date of Birth / Age	10/01/1969	30/11/1971
Date of original appointment	12.11.2020	12.11.2020
Termination of original Agreement	2025	2025
Terms and Conditions of appointment	He will appointed as Non Executive Independent Director and shall not be eligible for remuneration. He shall be paid as per provision of law.	He will appointed as Non Executive Independent Director and shall not be eligible for remuneration. He shall be paid as per provision of law.
Appointment for 5 Years w.e.f.	12.11.2020	12.11.2020
Designation	Independent Director	Independent Director
Areas of Expertise	Finance; Law; Management; Sale; Marketing; Administration; Research; Corporate Governance; Technical operations; or Other disciplines related to Company's Business	Finance; Law; Management; Sale; Marketing; Administration; Research; Corporate Governance; Technical operations; or Other disciplines related to Company's Business
Educational Qualifications	MBA, MA and LLM	Bachelor of Commerce
Companies in which he / she holds Directorship	Nil	Nil
Other listed Companies in which he/she holds Directorship	Nil	Nil
Membership / Chairmanship of Board Committees	Nil	Nil
Shareholding as on 31 st March, 2020	Nil	Nil



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Relationship with other Directors and KMPs	No relation with any of the promoter, promoter group and director of the Company	No relation with any of the promoter, promoter group and director of the Company
No. of board meetings attended during FY 2019-20	Nil	Nil
Remuneration sought to be paid	Nil, However entitled as per Section 149 (9) of Companies Act, 2013	Nil, However entitled as per Section 149 (9) of Companies Act, 2013
Remuneration last paid	Nil	Nil

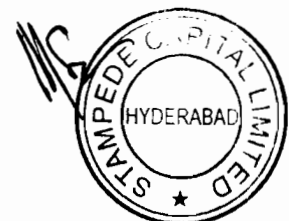
Name of the Director	Mr. Naveen Parashar	Mrs. Shaik Haseena
DIN	08399097	08141400
Date of Birth / Age	27/09/1983	14/03/1981
Date of original appointment	13.11.2020	13.11.2020
Termination of original Agreement	Not Applicable	Not Applicable
Terms and Conditions of appointment	As per Agreement to be executed between him and Company	As per Agreement to be executed between her and Company
Appointment w.e.f.	13.11.2020	13.11.2020
Designation	Non Executive Non Independent Director	Non Executive Non Independent Director
Areas of Expertise	<p>Mr. Naveen Parashar has vast experience of 16 years in exploring Indian securities market and investment strategies.</p> <p>He brings operational efficiency wherever he is appointed. He was worked as Associate Vice President at Indiabulls, Regional Manager in Sharekhan Ltd and Vice President at Globe Capital Markets Ltd.</p>	<p>Mrs. Haseena Rao has pursued her Masters degree in BA (Finance) as specialisation from Nagarjuna University. She also pursued 2 years Diploma in Textile and Fashion Designing from SNDT University, Mumbai.</p> <p>Presently, apart from being Director of Gayi Adi Management and Trends (P) Ltd, she is heading Haseena Rao Designer Boutique and Haseena Rao Silks and Handlooms which are the subsidiary units of GAMAT. She is having 10 years of experience in textile industry and entrepreneur.</p>





Educational Qualifications	Master of Business Administration	Diploma in Textile and Fashion Designing from SNTD University, Mumbai
Companies in which he / she holds Directorship	<ol style="list-style-type: none"> 1. Regency Fincorp Limited. 2. Gayi Adi Management And Trends Private Limited 3. Gayi Adi Finance And Investment Services private Limited 	<ol style="list-style-type: none"> 1. Haseenarao Apparel (OPC) Private Limited. 2. Gayi Adi Management And Trends Private Limited
Other listed Companies in which he/she holds Directorship	Nil	Nil
Membership / Chairmanship of Board Committees	Nil	Nil
Shareholding as on 31 st March, 2020	Nil	Nil
Relationship with other Directors and KMPs	Mr. Naveen Parashar is occupying a position of Director in the Board of Directors of Acquirer	Mrs. Haseena Rao is occupying a position of Director in the Board of Directors of Acquirer and she is wife of Mr. Jonna Venkata Tirupati Rao
No. of board meetings attended during FY 2019-20	Nil	Nil
Remuneration sought to be paid	As per Agreement executed between him and Company	As per Agreement executed between her and Company
Remuneration last paid	Not Applicable	Not Applicable

Name of the Director	Mr. Jonna Venkata Tirupati Rao	Mr. Srinivas Maya
DIN	07125471	08679514
Date of Birth / Age	25/02/1979	16/09/1970
Date of original appointment	27.11.2020	13.11.2020
Termination of original Agreement	November 26, 2023	November 12, 2023
Terms and Conditions of appointment	As set out in Explanatory Statement and Agreement to be executed between him and Company	As set out in Explanatory Statement and Agreement to be executed between him and Company



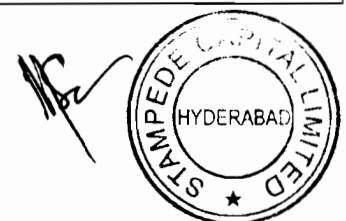
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Appointment for 3 Years w.e.f.	November 27, 2020	November 13, 2020
Designation	Managing Director	Whole Time Director
Areas of Expertise	Indian Securities Markets	Finance & Legal
Educational Qualifications	BBA from Nagarjuna University	Master of Business Administration and LLB
Companies in which he / she holds Directorship	1. Aadhya E-Commerce India Private Limited 2. Gayi Adi Finance and Investment Services Private Limited 3. Gayi Adi Management and Trends Private Limited	Nil
Other listed Companies in which he/she holds Directorship	Nil	Nil
Membership / Chairmanship of Board Committees	Nil	Nil
Shareholding as on 31 st March, 2020	Nil	Nil
Relationship with other Directors and KMPs	He is Spouse of Mrs. Shaik Haseena (Din: 08141400). No relation with other Directors	No Relation
No. of board meetings attended during FY 2019-20	Nil	Nil
Remuneration sought to be paid	As set out in Explanatory Statement	As set out in Explanatory Statement
Remuneration last paid	Not Applicable	Not Applicable

Additional information for item nos. 6 & 7

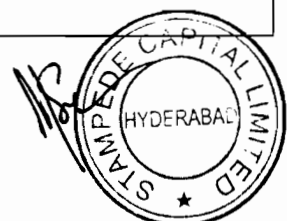
The details as required under Clause (IV) to second proviso of Section II B of Part II of Schedule V of the Companies Act, 2013 are given below:

General Information	
Nature of industry	The Company is engaged in the business of Stock Broking.
Date or Expected date of commencement of commercial production	The company is an existing company and is in operation for commercial production since 28.04.1995.
In case of new companies, expected	Not applicable as the Company is an existing Company.





date of commencement of activity as per project approved by the financial institution appearing in the prospectus			
Financial performance based on given indicators	(Rs. In Lakhs)		
Particulars	FY 2017-18 (Amount in Rs.)	FY 2018-19 (Amount in Rs.)	FY 2019-20 (Amount in Rs.)
Sales (Gross)	4,27,42,634	77,37,54,131	1,82,54,379
Loss Before Tax & Extra-Ordinary Item	(4,42,37,076)	(8,02,54,668)	(4,54,89,400)
Loss After Tax & Exceptional Item	(4,49,00,253)	(40,96,81,601)	(8,27,80,851)
Shareholders Fund	52,30,22,942	11,33,41,341	3,05,60,490
Rate of Dividend on Equity	-	-	-
Foreign investments or collaborations, if any	Nil		
Other Information			
Reasons of loss or inadequate profits	Due to unfavorable market conditions, Global recession, High input cost, inflationary trend, the Company could not achieve high levels of profits.		
Steps taken or proposed to be taken for improvement	The Company has taken cost cutting and restructuring measures to improve profitability.		
Expected increase in productivity and profits in measurable terms	The Company hopes increase in revenue and profits by improved margins in coming years.		
Information about the appointees	Mr. Jonna Venkata Tirupati Rao	Mr. Srinivas Maya	
a. Background details	<p>Mr. Jonna Venkata Tirupati Rao, an Indian resident individual, son of Venkat Rao Jonna, aged about 41 years has pursued his BBA from Nagarjuna University. He is having a vast experience of 18 years in the field of Indian Securities Markets. He leads the corporate team and directs the process: He</p> <ul style="list-style-type: none"> - Was Regional Head of Kotak Commodity Services Limited - Was Business Head in Commodity and Currency of AP region in Anand Rathi Securities 	<p>Mr. Srinivas maya (Din: 08679514) aged 50 years, s/o Mr. Iylaiah Maya is a graduate in Master of Business Administration and LLB, has a lot of business experience in the various fields.</p> <p>He joined the company in January, 2020 as an Additional Director of the company. Prior to joining the company he had experience of 15 years of working with Many Companies and group Companies in Finance Industry</p>	





	<ul style="list-style-type: none"> - Was Zonal Director of CD Equi-search Private Limited - Was Sr. Vice President at Anand Rathi Securities - Was CEO with Basan Equity Broking Limited - Was Managing Director with GSV Securities Private Limited. 	
b. Past Remuneration	Nil	Nil
c. Job profile and his suitability	He is suitable to this position due to experience in this industry.	He is suitable to this position due to experience in this industry
d. Remuneration proposed	As set out in Explanatory Statement	As set out in Explanatory Statement
e. Comparative remuneration profile with respect to industry, size of Company, profile of the position and person	At par with the industry standards in which the Company operates.	At par with the industry standards in which the Company operates.
f. Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any	Other than the remuneration stated above, Mr. Jonna Venkata Tirupati Rao has no other pecuniary relationship directly or indirectly with the Company.	Other than the remuneration stated above, Mr. Srinivas Maya has no other pecuniary relationship directly or indirectly with the Company.

Registered Office

402 to 404, 4th Floor, Saptagiri Towers,
 Begumpet, above Pantaloons,
 Hyderabad, Telangana, 500016, India

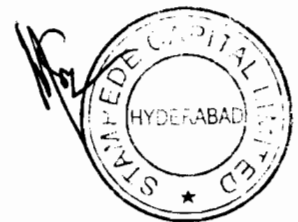
Place : Hyderabad
Date : 27th November, 2020
By order of the Board
For Stampede Capital Limited

Sd/-

Abhishek Jain

Company Secretary

M. No.: A62027



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DIRECTOR'S REPORT

To,
 The Members of
 Stampede capital limited ('Company')

The Your Directors (hereinafter referred to as the Board) have pleasure in presenting the 25th (Twenty Fifth) Annual Report of the Company together with the Audited Financial Statements for the year ended 31st March, 2020.

1. FINANCIALS:

A. FINANCIAL RESULTS AND HIGHLIGHTS OF PERFORMANCE:

The Financial Performance of the Company for the year ended 31st March, 2020 is summarized below:

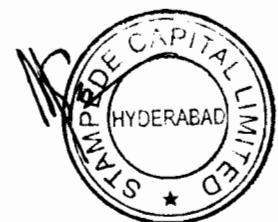
<u>Particulars</u>	<u>Year ended 31st March, 2020</u>	<u>Year ended 31st March, 2019</u>
Operational & Other Income	1,82,54,379	77,37,54,131
Total Expenses including Interest Expense and Depreciation and Amortization Expense	6,37,43,779	85,40,08,799
Loss before exceptional items and tax	(4,54,89,400)	(8,02,54,668)
Prior period items	NIL	NIL
Exceptional Items	NIL	NIL
Provision for diminution in the value of investments	(3,75,00,100)	31,90,20,999
Loss before tax	8,29,89,500	39,92,75,667
Current Tax	(2,08,649)	NIL
Loss after tax	(8,27,80,851)	(40,96,81,601)

B. OPERATIONS OF THE COMPANY / COMPANY PERFORMANCE:

For the Financial Year ended March 31, 2020, your Company had reported total Income of Rs. 1,82,54,379/- as against Rs. 77,37,54,131/- during the previous Financial Year. The Company recorded a net loss of Rs. 8,27,80,851/- as against net loss of Rs. 40,96,81,601/- during the previous Financial Year depicting reduction of 79.79% losses.

There is no change in nature of Business of the Company. However, the Company has applied for PMS (Port Folio Management Services) which is approved by the SEBI with Registration code is INP000006864.

During the Year under review, the company also became Trading Member of Indian Commodity Exchange Limited (ICEX) with membership code number is 2085.



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The Company has also received approval from Bombay Stock Exchange (BSE) for Cash Segment (Deposit Based Member) w.e.f. Saturday, 14th November, 2020 under membership no. **6479**.

C. SHARE CAPITAL:

During the year under review, your Company's Authorized Share Capital is Rs. 34,00,00,000 comprising of 34,00,00,000 Equity Shares of Rs. 1/- each. The Company's paid up capital is Rs. 22,90,11,200 Equity Shares of Rs. 1/- each fully paid up and 5,72,52,800 Differential Voting Right Shares of Rs. 1/- each fully paid up.

The Board of Directors in its meeting held on 30th April, 2019 has approved the reduction in paid up share capital of the Company since there was an accumulated loss (debit balance of Profit & Loss Account) of Rs. 1729.23 lacs as against the paid-up share capital of Rs. 2862.64 lacs in the Company, as per the last Audited Annual Accounts of the Company for the Financial Year ended March 31, 2019. Subsequently, the Board of Directors in its meeting held on 30th October, 2019 decided to make an Application with Bombay Stock Exchange in order to take No objection Certificate pursuant to provision of Regulation 37 of SBI (Listing Obligation & Disclosure Requirements) Regulations, 2015. In furtherance to the same, the Bombay Stock Exchange and National Stock Exchange had issued No Objection Certificate to the Company on 26th October, 2020 and 22nd October, 2020. The Board of Director shall seek the consent of shareholders for reduction of share capital in ensuing Annual General Meeting.

D. DIVIDEND:

As there are no profits, the Board of Directors of the Company does not recommend any payment of dividend on the Equity Shares for the Financial Year 2019 – 20.

E. TRANSFER TO RESERVES:

As there are losses for the Financial Year 2019 –20, the Company did not transfer any amount to reserves during the Year.

F. UNPAID DIVIDEND & IEPF:

The Company is not required to transfer any amount to the Investor Education & Protection Fund (IEPF) and does not have unclaimed dividend which remains to be transferred to Unpaid Dividend Account.

G. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:

Pursuant to the provisions of Section 186 of the Companies Act, 2013, read with The Companies (Meetings of Board and its Powers) Rules, 2014 as amended from time to time (including any amendment thereto or re-enactment thereof for the time being in force), Loans, guarantees and investments covered under Section 186 of the Companies Act, 2013 form part of Financial Statements provided in this Annual Report.



H. DEPOSITS:

During the year under review, the Company has not accepted or renewed any amount falling within the purview of provisions of Section 73 of the Companies Act 2013 ("the Act") read with the Companies (Acceptance of Deposit) Rules, 2014 during the year under review. Hence, the requirement for furnishing of details relating to deposits covered under Chapter V of the Act or the details of deposits which are not in compliance with the Chapter V of the Act is not applicable.

2. REPORT ON PERFORMANCE OF SUBSIDIARIES, ASSOCIATIONS AND JOINT VENTURE COMPANIES:

With respect to Long-fin Corp, USA, Associate Company, the Company had impaired its Investment of Rs. 25,64,21,009 during the year under review. Hence, Long-fin Corp is no longer Associate of the Company.

With respect to Stampede Enterprises India Private Limited, Subsidiary Company, the Company had impaired its Investment of Rs. 5,00,99,990/- during the year under review. Hence, Stampede Enterprises India Private Limited is no subsidiary of the Company.

During the year under review, the Company had no joint venture.

As on 31st March, 2020, the Company had no Subsidiaries, Associates and Joint Ventures.

3. REMUNERATION / COMMISSION DRAWN FROM HOLDING / SUBSIDIARY COMPANY:

During the year under review, none of the Directors of the Company have drawn any Remuneration / commission from the Company's holding Company / subsidiary Companies.

4. CONSOLIDATED FINANCIAL STATEMENTS:

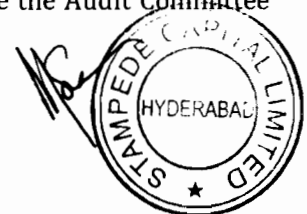
The Consolidated Financial Statements of the Company prepared till the date of impairment of investment i.e. 31.12.2020 in Stampede Enterprises India Private Limited, Subsidiary Company and Longfin Corp, USA, Associate Company forms part of this Annual Report.

5. RELATED PARTY TRANSACTIONS:

A. THE PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:

All related party transactions that were entered into during the Financial Year were on an arm's length basis and were in the ordinary course of business as part of Company's philosophy of adhering to highest ethical standards, transparency and accountability. These transactions are not likely to have any conflict with Company's interest.

All Related Party Transactions up to 31st March, 2020 were placed before the Audit Committee





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and the Board for approval. Also, prior omnibus approval of the Audit Committee was obtained for Related Party Transactions for the Financial Year 2019-20. The transactions entered into pursuant to the omnibus approval so granted were audited and a statement giving details of all related party transactions was placed before the Audit Committee for its review on a quarterly basis. The particulars of transactions between the Company and its related parties as per the Accounting Standard-18 are set out at **Note 22** in Notes to Accounts in the Annual Report.

The particulars of contracts or arrangements with related parties as defined under Section 188 of the Companies Act, 2013 in the prescribed Form **AOC - 2** is annexed hereto and marked as **Annexure - I** and forms part of this Report.

In line with the provisions of the Companies Act, 2013 and the Listing Regulations, the Board has approved a policy on related party transactions. An abridged policy on related party transactions has been placed on the Company's website at:
http://www.stampedecap.com/investor_relations.html

Further, none of the Directors / Key Managerial Personnel has any pecuniary relationships or transactions vis-à-vis the Company which may have potential conflict with the interest of the Company at large.

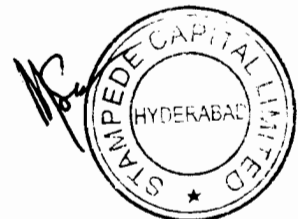
B. DISCLOSURE OF RELATED PARTY TRANSACTION WITH PERSON OR ENTITY BELONGING TO PROMOTER & PROMOTER GROUP:

During the year under review, the Company has not made any transaction with person to promoter & promoter group that hold 10% or more shareholding of the Company.

C. DISCLOSURE OF LOANS AND ADVANCES IN NATURE OF LOAN TO SUBSIDIARIES AND ASSOCIATE OF THE COMPANY:

Sr. No	Particulars	Long-fin Corp. USA (Associate Company)*	Stampede Enterprises India Private Limited. (Subsidiary Company)*
1.	As on 31 st March, 2019, Loan and Advances from:	81,50,000	1,25,02,420
2.	Loan and Advances received during the Financial Year 2019-20	Nil	Nil
3.	Loan and Advances repaid during the Financial Year 2019-20	81,50,000	34,46,491
4.	Loan and Advances outstanding as on 31 st March, 2020	Nil	90,55,929

**Since, Company had impaired its investment in its associate and subsidiary during the year, reporting pertaining to 31st March, 2020 is not applicable.*



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6. MATTERS RELATED TO INDEPENDENT DIRECTORS:**A. DECLARATIONS BY INDEPENDENT DIRECTORS:**

The independent directors have submitted the Declaration of Independence, as required pursuant to section 149 (7) of the Companies Act, 2013 and Regulation 16 and 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 stating that they meet the criteria of independence as provided in sub-section (6). There has been no change in the circumstances, which has affected their status as independent director.

Further, Non-Executive Directors of the Company had no pecuniary relationship other than sitting fee for attending meetings.

B. EVALUATION BY INDEPENDENT DIRECTOR:

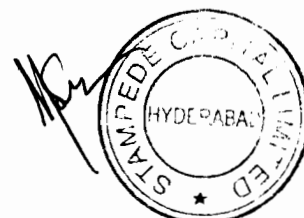
Pursuant to the provisions of the Companies Act, 2013 and Regulation 17 (10) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out annual performance evaluation of its own performance, the directors individually as well as the evaluation of the working of its Audit, Nomination & Remuneration and Stakeholder relationship Committees. The manner in which the evaluation has been carried out has been explained in the Corporate Governance Report.

In a separate meeting of Independent Directors, performance of non-independent directors, performance of the Board as a whole and performance of the Chairman was evaluated, taking into account the views of executive director. The same was discussed in the Board meeting held subsequently to the meeting of the independent directors, at which the performance of the Board, its Committees and individual directors was also discussed. Performance evaluation of independent directors was done by the entire Board, excluding the independent director being evaluated.

C. OPINION OF BOARD OF DIRECTORS PERTAINING TO INDEPENDENT DIRECTORS OF THE COMPANY:

In the opinion of the Board of Directors of the Company, Mrs. Chukka Lakshmi, Mr. Satya Srikanth Karaturi, Mr. Venkata Krishnaya Nekkanti and Mr. Chukka Siva Satya Srinivas Non-Executive Independent directors on the Board of the Company are independent of the management and complies with criteria of Independent Director as submitted by them under Companies Act, 2013 and under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Companies Act, 2013.

Further, the afore-said independent director does possess integrity, expertise and also have vast experience which is necessary or suitable to be the Director of the Company.



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7. **MATTERS RELATING TO BOARD OF DIRECTORS:**

A. **MEETING OF BOARD OF DIRECTORS OF THE COMPANY DURING THE FINANCIAL YEAR 2019-20:**

During the year under review, the Board met **Nine** times in accordance with the provisions of the Companies Act, 2013 to discuss and decide on various business strategies, policies and other issues.

The intervening gap between any two Meetings was not more than the period prescribed by the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.

The Company has complied with the applicable Secretarial Standards in respect of all the above Board meetings.

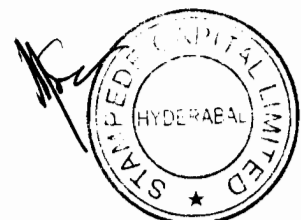
The detailed composition of Board of Directors and requisite details are given in the Corporate Governance Report.

B. **FORMAL ANNUAL EVALUATION OF THE PERFORMANCE OF BOARD, ITS COMMITTEES AND DIRECTORS:**

The Board of Directors has adopted a formal mechanism for evaluating various aspects of the Board's functioning its performance and as well as that of its committee i.e. Audit, Nomination and Remuneration, Stakeholders Relationship and individual directors. The criteria for performance evaluation of the Board include aspects like composition of the Board and its Committees, culture, execution and performance of specific duties, obligations and governance, experience, competencies etc. The exercise was carried out through a structured evaluation process covering various aspects of the Boards functioning such as composition of the Board and Committees, experience and competencies, performance of specific duties and obligations, governance issues etc. Separate exercise was carried out to evaluate the performance of Individual Directors who was evaluated on parameters such as attendance, contribution at the meetings and otherwise, independent judgment, safeguarding of minority shareholders interest The Board of Directors expressed their satisfaction with the evaluation process.

8. **APPOINTMENT, RE-APPOINTMENT AND RESIGNATION OF DIRECTORS DURING THE YEAR 2019-20:**

The Board of the Company comprised of seven Directors, including 2 (Two) Executive, 1 (One) Non-Executive Non-Independent Director and 4 (Four) Non-Executive Independent Directors including 1 (One) Woman Director as required under Section 149 (1) of the Companies Act, 2013 as on 31st March, 2020. Further, Mr. Srinivas Maya, Non Executive Director of the Company was designated as Permanent Chairman of the Company as on 24th January, 2020.



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A. APPOINTMENT:

- Mr. Chukka Siva Satya Srinivas (DIN: 07177166) appointed as the additional Non Executive Independent Director of the Company w.e.f. April 30, 2019 and subsequently approved by the members of the Company in 24th Annual General Meeting of the Company held on 28th September, 2019.
- Mr. Venkata Krishnayya Nekkanti (DIN: 07733209) appointed as the additional Non Executive Independent Director of the Company w.e.f. August 08, 2019 and subsequently approved by the members of the Company in 24th Annual General Meeting of the Company held on 28th September, 2019.
- Mr. Satya Srikanth Karaturi (DIN: 07733024) appointed as the additional Non Executive Independent Director of the Company w.e.f. October 30, 2019.
- Mr. Vishnuvardhan Reddy Guntaka (DIN: 07125475) appointed as the additional Executive Director of the Company w.e.f. January 24, 2020.
- Mr. Srinivas Maya (DIN: 08679514) appointed as the additional Non Executive Director of the Company w.e.f. January 24, 2020. However, the Board of Directors in its meeting held on 13th November, 2020 has changed his designation and appointed him as Whole Time Director of the Company subject to approval of members of the Company in ensuing Annual General Meeting.

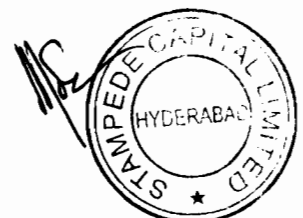
B. RESIGNATION OF DIRECTORS:

- Mr. Omesh Kumar Waghay (DIN: 07624771) has tendered his resignation as the Non Executive Independent Director of the Company w.e.f. May 30, 2019.
- Mr. Avinash Karingam (DIN: 02599266) has tendered his resignation as the Non Executive Independent Director the Company w.e.f. October 10, 2019.
- Mr. Emmanuel Dasi (DIN: 02598270), has tendered his resignation as the Whole time Director of the Company with effect from January 24, 2020.

9. APPOINTMENT, REAPPOINTMENT AND RESIGNATION OF KEY MANAGERIAL PERSONS DURING THE YEAR 2019-20:

A. APPOINTMENT:

During the year 2019-20, no Key Managerial Persons has been inducted on the Board of the Company. However, Mr. Abhishek Jain current Company Secretary & Compliance Officer was appointed by the Board of Directors on 16th June, 2020.



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B. RESIGNATION:

Mr. K. Kiran resigned from the post of Company Secretary & Compliance Officer w.e.f. 17th December, 2019.

10. COMMITTEES OF BOARD OF DIRECTORS OF THE COMPANY:

Following are the Committees of Board of Directors of the Company. Composition of the following Committees are also hosted on the website of the Company at http://www.stampedecap.com/investor_relations.html:

- A. AUDIT COMMITTEE**
- B. NOMINATION AND REMUNERATION COMMITTEE**
- C. STAKEHOLDERS RELATIONSHIP COMMITTEE**
- D. INTERNAL COMPLAIN COMMITTEE FOR PREVENTION AND PROHIBITION OF SEXUAL HARASSMENT OF WOMAN AT WORKPLACE**
- E. INQUIRY COMMITTEE**

The constitutions, composition, terms of reference, details of meetings and attendance of members of afore-mentioned Committees have been mentioned in the Corporate Governance Report.

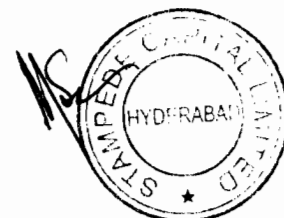
F. CORPORATE SOCIAL RESPONSIBILITY:

As the Company does not fall under any of the threshold limits given under the provisions of Section 135 of the Companies Act, 2013, the compliances under CSR are not applicable to the Company.

G. VIGIL MECHANISM / WHISTLE BLOWER POLICY:

In accordance with the provisions of Section 177 (9) and (10) of the Companies Act, 2013 read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014, and Regulation 22 of SEBI (LODR) Regulations 2015 the Company already has in place "Vigil Mechanism Policy" (Whistle Blower Policy) for Directors and employees of the Company to provide a mechanism which ensures adequate safeguards to employees and Directors from any financial statements and reports, etc.

The employees of the Company have the right/option to report their concern/grievance to the Chairman of the Audit Committee. The Company is committed to adhere to the highest standards of ethical, moral and legal conduct of business operations. The policy is also available on the Company's website at http://www.stampedecap.com/investor_relations.html



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H. RISK MANAGEMENT POLICY:

The Company is not required to constitute Risk Management Committee pursuant to Regulation 21 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. However, the Company has formulated internal risk management policy to deal with the risks that might become threat to the existence of the Company and subsequently affect the going concern status of the Company.

11. AUDITORS & REPORTS:
A. STATUTORY AUDITORS OF THE COMPANY:

At the 23rd Annual General Meeting (AGM) held on 28th September, 2018, **M/s. Navitha and Associates, & Associate, Chartered Accountants, Hyderabad**, having Firm Registration No. 005120S have been appointed Statutory Auditors of the Company for a period of 5 years from the conclusion of 23rd AGM until the conclusion of the 28th Annual General Meeting.

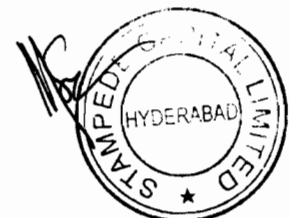
Further, there no observations / qualifications / disclaimers made by the M/s. Navitha and Associates, & Associate in their report for the Financial Year ended 31st March 2020.

Further, the report of the Statutory Auditors along with notes to Schedules is enclosed to this report.

B. SECRETARIAL AUDITORS OF THE COMPANY:

Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 inter-alia requires every listed company to annex with its Board's report, a Secretarial Audit Report given by a Company Secretary in practice, in the prescribed form. The Board appointed M/s Kota & Associates (Formerly Kota & Srinivas Associates), in Practice (M No. 34206 CP No. 14300), Hyderabad, as Secretarial Auditor to conduct Secretarial Audit of the Company for the Financial Year 2019-20 and their report is annexed hereto and marked as **Annexure - II**. Management reply on observations market out by Secretarial Auditor is given below:

Sr. No.	Observations/ Remarks of the Secretarial Auditor	Management Reply
1.	Director Disqualification Certificate pursuant to provision of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 was not included in Corporate Governance Report for the Financial Year 2018-19	The Company has rectified its mistake by taking Director Disqualification Certificate from M/s. Kota & Associates, Practising Company Secretary. However, the Company shall attach Director Disqualification Certificate as an Exhibit - B of Corporate Governance Report forms part of this Annual Report.



Regulation 24 (A) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 inter-alia requires every listed company to annex with its Board's report, a Secretarial Annual Compliance Report given by a Company Secretary in practice, in the prescribed form. The Board appointed M/s Kota & Associates (Formerly Kota & Srinivas Associates), Practicing Company Secretary in Practice (M No. 34206 CP No. 14300), has provided Secretarial Annual Compliance Report and their report is annexed hereto and marked as **Annexure - III**.

C. COST AUDITORS OF THE COMPANY:

In terms of Section 148 of the Companies Act, 2013 the Company is not required to appoint Cost Auditor of the Company.

D. REPORTING OF FRAUDS BY STATUTORY AUDITORS UNDER SECTION 143 (12):

During the year under review, the Statutory Auditors have not reported any incident of fraud to the Audit Committee or to the Board of Directors of the Company.

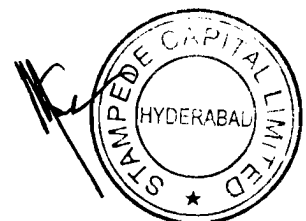
E. INTERNAL AUDIT AND INTERNAL CONTROL SYSTEMS:

The Company has an internal control system, commensurate with the size, scale and complexity of its operations. This ensures that all transactions are authorized, recorded and reported correctly, and assets are safeguarded and protected against loss from unauthorized use or disposition. Your Company has adequate internal controls for its business processes across departments to ensure efficient operations, compliance with internal policies, applicable laws and regulations, protection of resources and assets and appropriate reporting of financial transactions.

The Company has Internal Audit function which is empowered to examine the adequacy and compliance with policies, plans and statutory requirements. It comprises of experienced professionals who conduct regular audits across the Company's operations. The Company has also appointed a firm of Chartered Accountants as Internal Auditors, who reviews the various functions of the Company thoroughly and report to the Audit Committee. During the year under review, the Risk Management Committee of the Company had reviewed the new requirement of Internal Control over Financial Reporting ("ICOFR") and finalized the detailed analysis of key processes, and these were presented for review by the Statutory Auditors. The control mechanism and the process of testing of controls were discussed with the Statutory Auditors. The Statutory Auditors have submitted their report on the Internal Financial Controls which forms an integral part of this Report

The adequacy of the same has been reported by the Statutory Auditors of your Company in their report as required under the Companies (Auditor's Report) Order, 2003.

The Company has appointed **M/s Gorantla & Co & Associates, Chartered Accountants**, as Internal Auditor of the Company for the Financial Year 2019-20.



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12. INSURANCE:

The assets of your Company are adequately insured. Your Company has also taken out suitable cover for Public Liability.

13. EXTRACT OF ANNUAL RETURN:

Pursuant to the provisions of Section 134 (3) (a) of the Companies Act, 2013, an Extract of the Annual Return in Form MGT-9 is hereto attached and marked as **Annexure - IV** for the Financial Year ended 31st March 2020.

The extract of Annual Return shall also be placed on the website of the Company at: http://www.stampedecap.com/investor_relations.html

14. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo stipulated under Section 134 (3) (m) of the Companies Act, 2013 read with Rule 8 of The Companies (Accounts) Rules, 2014, is not required to be given, since it is not applicable on the Company.

15. CORPORATE GOVERNANCE REPORT:

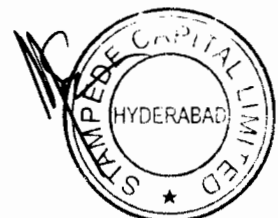
The Corporate Governance Report pursuant to Regulations 17 to 27, clauses (b) to (i) of Regulation 46 (2) and Para C, D and E of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed hereto and marked as **Annexure - V** and forms part of this Report.

16. MANAGEMENT DISCUSSION AND ANALYSIS:

The Management Discussion and Analysis Report on the operations of the Company as required pursuant to Part B of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed hereto and marked as **Annexure - VI** and forms part of this Report.

17. PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES:

The Company has an employee drawing remuneration above the limits mentioned in Section 197 (12) of the Companies Act, 2013 read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as amended from time to time, the details of the same is hosted on the website of the Company at https://www.stampedecap.com/investor_relations.html.



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18. SIGNIFICANT OR MATERIAL ORDERS PASSED AGAINST THE COMPANY:

Pursuant to the requirement of Section 134 (3) (q) of the Companies Act, 2013 read with Rule 8(5)(vii) of the Companies (Accounts) Rules, 2014, it is confirmed that during FY 2019-20 there were no significant or material orders passed by the Regulators or Courts or Tribunals impacting the going concern status and your Company's operations in future.

19. MATERIAL CHANGES AND COMMITMENTS AFFECTING FINANCIAL POSITION BETWEEN THE END OF THE FINANCIAL YEAR AND DATE OF THE REPORT:

A. TAKEOVER:

Pursuant to the provision of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011 Gayi Management & Trends Private Limited, the Acquirer along with Person acting in concert shall acquire up to 7,44,28,650 (Seven Crore Forty Four Lakh Twenty Eight Thousand Six Hundred Fifty only) shares consisting of 5,95,42,920 (Five Crore Ninety Five Lakh Forty Two Thousand Nine Hundred and Twenty only) fully paid-up equity shares of face value of INR 1 (Indian Rupee One) each ("Equity Shares") and 1,48,85,730 (One Crore Forty Eight Lakh Eighty Five Thousand Seven Hundred Thirty only) fully paid-up differential voting right shares of face value of INR 1 (Indian Rupee One) each ("DVR Shares") of Stampede Capital Limited, Target Company.

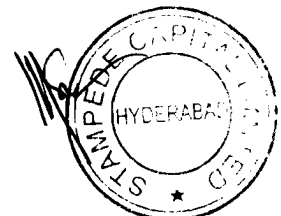
A. CHANGE IN REGISTERED OFFICE OF COMPANY:

Till the approval of this Directors' Report, the Company is in process to shift its Registered Office **FROM** Royal Pavilian Apartment, H. No. 6-3-787, Block — A, Flat No. 1003, Ameerpet, Hyderabad — 500016, Telangana **TO** 402 to 404, 4th, Floor, Saptagiri Towers, Begumpet, above Pantaloons, Hyderabad-500016, Telangana, India and pursuant to approval of Board of Directors of the Company in its meeting held on 13th November, 2020.

20. LEGAL AND REGULATORY:

Compliance with laws and regulations is an essential part of your Company's business operations. We are subject to laws and regulations in diverse areas as trademarks, copyright, patents, competition, employee health and safety, the environment, corporate governance, listing and disclosure, employment and taxes.

Frequent changes in legal and regulatory regime and introduction of newer regulations with multiple authorities regulating same areas lead to complexity in compliance. We closely monitor and review our practices to ensure that we remain compliant with relevant laws and legal obligations.



21. SYSTEM AND INFORMATION:

Your Company's operations are increasingly dependent on IT systems and the management of information. Increasing digital interactions with customers, suppliers and consumers place even greater emphasis on the need for secure and reliable IT systems and infrastructure, and careful management of the information that is in our possession.

The cyber-attack threat of un-authorized access and misuse of sensitive information or disruption to operations continues to increase. To reduce the impact of external cyber-attacks impacting our business, we have firewalls and threat monitoring systems in place, complete with immediate response capabilities to mitigate identified threats. Our employees are trained to understand these requirements.

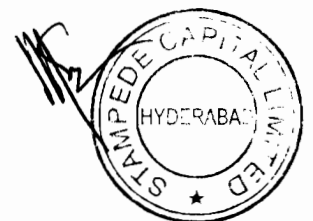
22. SECRETARIAL STANDARDS OF ICSI:

Your Company is in compliance with the Secretarial Standards on Meetings of the Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India and approved by the Central Government.

23. DIRECTOR'S RESPONSIBILITY STATEMENT:

In terms of Section 134 (5) of the Companies Act, 2013 in relation to the audited financial statements of the company for the year ended 31st March, 2020 the Board of Directors hereby confirms that

- A. In the preparation of the annual accounts, for the year ended 31st March, 2020, the applicable Accounting Standards have been followed and that there are no material departures;
- B. Appropriate accounting policies have been selected 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 as at 31st March, 2020 and of the loss of the Company for the year ended 31st March, 2020;
- C. Proper and sufficient care has been taken for maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- D. They have prepared the annual financial statements on a "Going Concern" basis.
- E. Proper internal financial controls were followed by the Company and that such internal financial controls are adequate and were operating effectively.
- F. Proper systems to ensure compliance with the provisions of all applicable laws were in place and that such systems were adequate and operating effectively.



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24. GENERAL DISCLOSURES:

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

A. DISCLOSURE UNDER SECTION 43 (a) (ii) OF THE COMPANIES ACT, 2013:

The Company has not issued any shares with differential rights and hence no information as per provisions of Section 43(a)(ii) of the Act read with Rule 4(4) of the Companies (Share Capital and Debenture) Rules, 2014 is furnished

B. DISCLOSURE UNDER SECTION 54 (1) (d) OF THE COMPANIES ACT, 2013:

The Company has not issued any sweat equity shares during the year under review and hence no information as per provisions of Section 54 (1) (d) of the Act read with Rule 8 (13) of the Companies (Share Capital and Debenture) Rules, 2014 is furnished.

C. DISCLOSURE UNDER SECTION 62 (1) (b) OF THE COMPANIES ACT, 2013:

The Company has not issued any equity shares under Employees Stock Option Scheme during the year under review and hence no information as per provisions of Section 62(1)(b) of the Act read with Rule 12(9) of the Companies (Share Capital and Debenture) Rules, 2014 is furnished.

D. DISCLOSURE UNDER SECTION 67 (3) OF THE COMPANIES ACT, 2013:

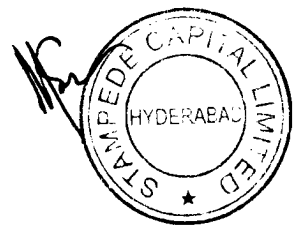
During the year under review, there were no instances of non-exercising of voting rights in respect of shares purchased directly by employees under a scheme pursuant to Section 67(3) of the Act read with Rule 16(4) of Companies (Share Capital and Debentures) Rules, 2014 is furnished.

25. IMPACT OF COVID 19:

Due to COVID-19 pandemic the nation-wide lockdowns was imposed by the central government since 24.03.2020 and the said period had been extended from time to time and due to closure of manufacturing activities, disruption of supply chain, closure vendor offices across the country, the operations of the so many Companies got affected. However, during the currency of lockdown, the operation of our Company was not closed since the Company is engaged into Stock Broking Services.

The Company has adopted work from home policy as per government guidelines and some employees of the company are working from home during the lockdown period. As per guidelines issued by ministry of home affairs dated 30th may, 2020, The Company is taking utmost care of all workers / employee for protection of their health and safety. The company is taking all safety measures and precaution at work place as per the guidelines issued by Ministry of home affairs and Ministry of health and family welfare of the Government of India. The steps taken by the Company are as follow:-

- Sanitize all work places and frequently sanitize all instruments at workplace.



- All workers/employee must wear face mask/cover and adequate stocks of face cover are made available.
- Social distancing during the work and avoid mass gathering.
- Thermal scanning of all workers/employees.
- Staggering of work/business hours followed in offices and factory premises.

The management of the company will closely monitor situation and take necessary steps as may be required from time to time.

26. OTHER DISCLOSURES

A. CHANGE IN REGISTERED OFFICE OF COMPANY:

The Company has shifted its Registered Office **FROM** A to Z Elite, 1st Floor, Plot No. 197, Guttala Begumpet Village, Madhapur, Hyderabad — 50008, Telangana **TO** Royal Pavilian Apartment, H. No. 6-3-787, Block — A, Flat No. 1003, Ameerpet, Hyderabad — 500016, Telangana and pursuant to approval of Board of Directors of the Company in its meeting held on 01st July, 2019.

27. CAUTIONARY STATEMENT:

Statements in the Board's Report and the Management Discussion & Analysis describing the Company's objectives, expectations or forecasts may be forward-looking within the meaning of applicable securities laws and regulations. Actual results may differ materially from those expressed in the statement. Important factors that could influence the Company's operations include input costs, changes in government regulations, tax laws, economic developments within the country and other factors such as litigation and industrial relations

28. APPRECIATION / ACKNOWLEDGEMENT

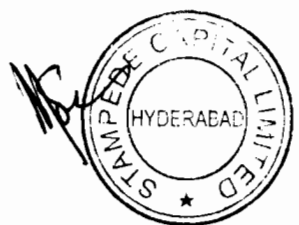
Your Directors wish to place on record their appreciation and express their gratitude for the contribution made by the employees at all levels but for whose hard work, and support, your Company's achievements would not have been possible. The Board takes this opportunity to express its gratitude for the valuable assistance and co-operation extended by Government Authorities, Banks, Corporate Debt Restructuring (CDR) Cell, Financial Institutions, Vendors, Customers, Advisors and other business partners.

Place : Hyderabad
Date : November 27, 2020

For and On Behalf of the Board of Directors

Sd/-
Mr. Jonna Venkata Tirupati Rao
Managing Director
DIN: 07125471

Sd/-
Mr. Anil Thakur
Chairman
DIN: 08945434



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ANNEXURE - I TO DIRECTORS' REPORT
FORM AOC-2

Particulars of Contracts / Arrangements entered into by the Company with Related Parties referred to in Sub - Section (1) of Section 188 of the Companies Act, 2013

1	Details of contracts or arrangements or transactions not at arm's length basis.	As detailed Below
2	Details of material contracts or arrangement or transactions at arm's length basis in the ordinary course of business.	Not Applicable

1. DETAILS OF CONTRACTS OR ARRANGEMENTS OR TRANSACTIONS NOT AT ARM'S LENGTH BASIS:

<u>Name of the Related Party</u> <u>Nature of Relationship</u>	<u>Nature of contracts / arrangement / transactions</u>	<u>Duration of the contracts / arrangements / transactions</u>	<u>Salient terms of the contracts or arrangements or transactions including the value, if any</u>	<u>Date(s) of approval by the Board, if any</u>	<u>Amount paid as advance in Rs</u>	<u>Date on which Special Resolution was passed in General Meeting</u>
Mr. Prathipati Parthasarathi	Service in relation to Chief Financial Officer of the Company	Ongoing	NA	27.05.2016	NA	NA

Place : Hyderabad

Date : November 27, 2020

For and On Behalf of the Board of Directors

Sd/-

Mr. Jonna Venkata Tirupati Rao

Managing Director

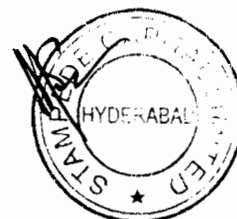
DIN: 07125471

Sd/-

Mr. Anil Thakur

Chairman

DIN: 08945434



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ANNEXURE - II TO DIRECTORS' REPORT
SECRETARIAL AUDIT REPORT
FORM MR - 3

CS Kota Srinivas, MBA, FCS
Company Secretary



KOTA & ASSOCIATES
Company Secretaries
(formerly Kota Srinivas & Associates)
Flat No.101, 1st Floor, Chaitanya Chambers,
Chaitanyapuri, Hyderabad-500036
Tel: +91 9493101245
Email : cs.kotasrinivas@gmail.com

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014]] And Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended]
FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2020

To
The Members of
M/s. STAMPEDE CAPITAL LIMITED
CIN: L67120TG1995PLC020170
Hyderabad.

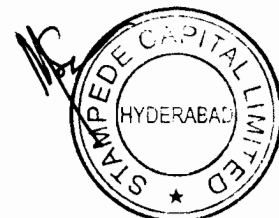
Dear Sirs,

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s. STAMPEDE CAPITAL LIMITED** (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2020, complied to the extent with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2020, according to the provisions of:

- i. The Companies Act, 2013 (the Act) and the rules made there under;
- ii. The Securities Contracts (Regulation) Act, 1956 (SCRA) and the rules made there under;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- iv. Foreign Exchange Management Act, 1999 and the rules and regulations made there-under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;





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- v. The Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (SEBI Act) viz.,
- The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
 - The Securities and Exchange Board of India (Share based Employee Benefit) Regulations, 2014
 - The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - The Securities and Exchange Board of India (Registrars to an Issue Companies Act and Share Transfer Agents) Regulations, 1993 regarding the companies Act, and dealing with client;
 - The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

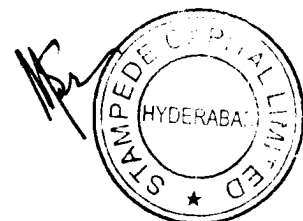
We have also examined the compliances with the applicable clauses of the following:

- Secretarial Standards issued by the Institute of company Secretaries of India.
- The Listing Agreements entered into by the Company with the Bombay Stock Exchange Limited and National Stock Exchange of India Limited/ The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the financial year under review the Company has complied with the provisions of the Acts, to the extent applicable and the Rules, Regulations, Guidelines, etc., mentioned above:

We further report that, subject to our observations in annexure-II, that

- The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
- Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting, as represented by the Management. However, the records are to be updated regularly and no documentary evidence is seen during audit.
- Majority decision is carried through while the dissenting members' views if any, are captured and recorded as part of the minutes, as represented by the Management. Suggested timely entry the signed records into the minutes book.



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We further report based on the explanations, that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the year under review,

- a. The company has applied for reduction of capital during previous financial year which is under process with the authorities. As of preparing this report, there were Observation letters received from NSE & BSE.
- b. Stampede Enterprises India Private Limited and its wholly owned subsidiary Stampede Technologies Pte Ltd in Singapore, ceased to be the Subsidiary to Stampede Capital Limited during the year.
- c. The open offer which was initiated in the previous year was under process as at 31.3.2020.
- d. During the year there were promoter change found and the intimation in prescribed e-Form to be filed with ROC.
- e. The Company got PMS (Portfolio Management Services) license during the reporting period.
- f. The Company become Trading Member of Indian Commodity Exchange Limited.
- g. Trading membership compliance is to be met.
- h. We rely on Statutory audit report for related party transactions and others matters in absence of statutory registers.

I further report that, the compliance by the Company of applicable financial laws such as direct and indirect tax laws and maintenance of financial records and books of accounts have not been reviewed in this audit since the same have been subject to review by the statutory financial auditors, tax auditors, and other designated professionals.

We have relied on the information supplied and representation made by the Company and its officers for systems and mechanism followed by the Company for compliance under the applicable Acts, Laws and Regulations to the Company.

For KOTA & ASSOCIATES,
Company Secretaries,

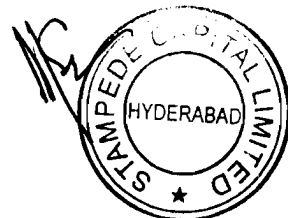
Sd/-

KOTA SRINIVAS

FCS M.No. : 34206
CP No. : 14300
UDIN : F010597B001244907

Place : Hyderabad
Date : 18.11.2020

This Report is to be read with our letter of even date which is annexed as Annexure -I & II and forms an integral part of this Report.



ANNEXURE - I OF SECRETARIAL AUDIT REPORT

(To the Secretarial Report of M/s. STAMPEDE CAPITAL Limited
For the FY 2019-20)

To
The Members of the
M/s. STAMPEDE CAPITAL LIMITED
CIN: L67120TG1995PLC020170
Hyderabad.

Dear Sirs,

Sub: Annexure – I to the Secretarial Audit Report to your Company for the FY 2019-20.

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
5. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

For KOTA & ASSOCIATES,
Company Secretaries,

Sd/-

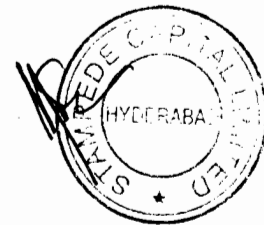
KOTA SRINVIAS

FCS M.No. : 34206

CP No. : 14300

Place : Hyderabad

Dated : 18.11.2020



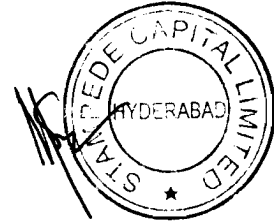
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ANNEXURE – II OF SECRETARIAL AUDIT REPORT

(To the Secretarial Audit Report of M/s. STAMPEDE CAPITAL (L67120TG1995PLC020170) for the FY 2019-20)

LIST OF DOCUMENTS OBSERVATIONS BY US

SR.NO	DESCRIPTION OF DOCUMENTS VERIFIED	REMARKS / SUGGESTIONS / OBSERVATIONS
1	Director Disqualification Certificate pursuant to Schedule V of SEBI (LODR)2015	Director Disqualification Certificate pursuant to SEBI (LODR)2015 not included in the Annual Report for Financial 2018-19



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ANNEXURE – III TO DIRECTORS' REPORT
SECRETARIAL COMPLIANCE REPORT

CS Kota Srinivas, MBA, FCS
Company Secretary



KOTA & ASSOCIATES
Company Secretaries
(formerly Kota srinivas&Associates)
Flat No.101, 1st Floor, Chaitanya Chambers,
Chaitanyapuri, Hyderabad-500036
Tel: +91 9493101245
Email : cs.kotasrinivas@gmail.com

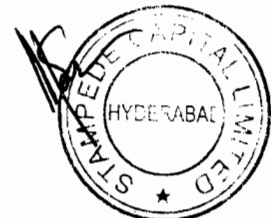
[Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended]
FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2020

We, Kota & Associates, Company Secretaries have examined:

- a) All the documents and records made available to us and explanation provided by M/s. **STAMPEDE CAPITAL LIMITED** (CIN: L67120TG1995PLC020170) having its Registered Office at to Royal Pavilion Apartment, H.No. 6-3-787, Flat No. 1003, Block - A, Ameerpet, Hyderabad-500016, Telangana, hereinafter referred to as "**the listed entity**",
- b) The filings/ submissions made by the listed entity to the stock exchanges,
- c) Website of the listed entity, (The website of the company has to be updated with Financial results for the quarter ended 31.03.2020, etc.)
- d) Any other document/ filing, as may be relevant, which has been relied upon to make this certification, for the year ended 31.03.2020 ("Review Period") in respect of compliance with the provisions of:
 - a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued there under; and
 - b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made there under and the Regulations, circulars, guidelines issued there under by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued there under, have been examined, include:-

- a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; - **No such cases**





- e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; - **No such cases.**
- f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; - **No such cases**
- g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; - **No such cases**
- h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- i) SEBI (Issue and Listing of Non-Convertible Redeemable Preference Shares) Regulations, 2013- **No such cases**
- j) SEBI (Delisting of Equity Shares) (Amendment) Regulations, 2016- **No such cases**
- k) SEBI (Investor Protection and Education Fund) Regulations, 2009
 And circulars/ guidelines issued there under;

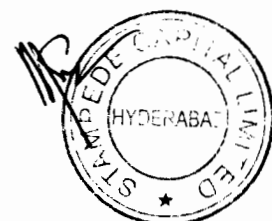
And based on the above examination, we hereby report that, during the Review Period:

- a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued there under, except in respect of matters specified below:-

Sr. No	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1	Director Disqualification Certificate - SEBI (LODR)2015	Not included in the Annual report for Financial Year 2018-19	NSE letter dated 17.03.2020 issued to the company to Comply. We were informed that the company is taking care of the observed two points in the ensuing meetings.

- b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued there under in so far as it appears from my/our examination of those records.
- c) The following are the details of actions taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued there under:

Sr. No	Action taken by	Details of violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/ remarks of the Practicing Company Secretary, if any.
Not Applicable				



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Note: NSE has issued a letter dated 03.09.2019 seeking clarification about the difference in the shareholding pattern submitted for the quarter ended 30.06.2019 which was duly addressed by the company.

- d) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended 31.03.2019	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
NIL				

- e) Any other information: As per the documents provided by the Management, it is observed that the Company has applied for Scheme of Reduction of Capital which is under process.

For KOTA & ASSOCIATES,
Company Secretaries,

Sd/-

Kota Srinivas

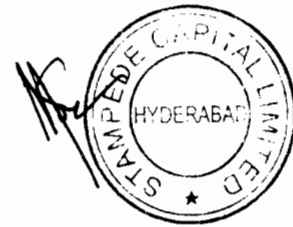
FCS M.No. :F10597

CP No. : 14300

UDIN : F010597B000517510

Place : Hyderabad

Date : 28-07-2020



ANNEXURE - IV TO DIRECTORS' REPORT
EXTRACT OF ANNUAL RETURN
FORM MGT-9

As on Financial Year ended on 31st March 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:

CIN	:	L67120TG1995PLC020170
Registration Date	:	28/04/1995
Name of the Company	:	STAMPEDE CAPITAL LIMITED
Category	:	Company Limited by Shares.
Sub-Category of the Company	:	Indian Non-Government Company.
Address of the Registered office	:	Royal Pavilion Apartment, H. No. 6-3-787, Flat No. 1003, Block - A, Ameerpet, Hyderabad, Telangana State 500016, India.
Contact details		Tel : 040-48578444/26, Fax : 040-48578444 Email : cs@stampedecap.com Website : http://stampedecap.com/
Whether listed company	:	Yes, NSE and BSE (Equity and DVR)
Name, Address and Contact details of Registrar and Transfer Agent, if any:	:	Name : Venture Capital And Corporate Investments Private Limited, Address : 12-10-167, Bharat Nagar, Hyderabad, 500004, Telangana Phone : 040-23818475/23818476/23868023 Email : info@vccipl.com

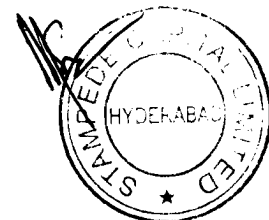
II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:

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
1	Stock Broking	6612	100 %

III. PARTICULARS OF HOLDING, SUBSIDIARY & ASSOCIATE COMPANIES AS ON 31ST MARCH, 2020:

Sr. No.	Name and address of the Company	CIN / GLN	Holding/Subsidiary / Associate*	% of shares held	Applicable section
Not Applicable					



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*With respect to Long-fin Corp, USA, Associate Company, the Company had impaired its Investment of Rs. 25,64,21,009 during the year under review. Hence, Long-fin Corp is no longer associate of the Company.

With respect to Stampede Enterprises India Private Limited, Subsidiary Company, the Company had impaired its Investment of Rs. 5,00,99,990/- during the year under review. Hence, Stampede Enterprises India Private Limited is no Subsidiary of the Company.

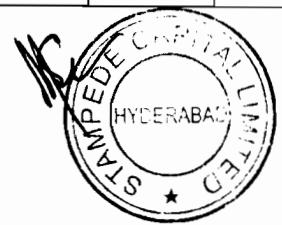
Due to impairment of Investment in Stampede Enterprises India Private Limited, Subsidiary Company, Stampede Technologies Pte Limited, Singapore a wholly owned subsidiary of Stampede Enterprises India Private Limited and step down subsidiary of the Company was discontinued and the Company has filed a petition with ACRA, Singapore to Struck off the Company from its registry.

IV. SHARE HOLDING PATTERN (EQUITY SHARE CAPITAL BREAKUP AS PERCENTAGE OF TOTAL EQUITY):

A. CATEGORY-WISE SHARE HOLDING:

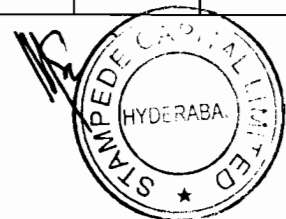
i. EQUITY:

<u>Category of Shareholder</u> S	<u>No. of Shares held at the beginning of the year 1st April, 2019</u>				<u>No. of Shares held at the end of the year 31st March, 2020</u>				<u>% Change during the year</u>
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	39581890	-	39581890	17.28	582071	--	582071	0.25	17.03
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	-	-	-	-	-	-	-	-	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
Sub-total(A)(1):	39581890	-	39581890	17.28	582071	--	582071	0.25	17.03
(2) Foreign									



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a) NRIs Individuals	-	-	-	-	-	-	-	-	-
b) Other Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks / FI	-	-	-	-	-	-	-	-	-
e) Any other	-	-	-	-	-	-	-	-	-
Sub-total (A)(2):	-	-	-	-	-	-	-	-	-
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	39581890	-	39581890	17.28	582071	--	582071	0.25	17.03
B. Public Shareholding									
(1) Institutions									
a) Mutual Funds	-	97000	97000	0.04	-	97000	97000	0.04	-
b) Banks / FI	836222	-	836222	0.37	6000	-	6000	0	-0.36
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):	836222	97000	933222	0.41	6000	97000	103000	0.04	-0.36

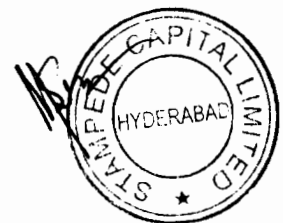




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(2) Non-Institutions									
a) Bodies Corp.	457926 80	23000	458156 80	20.01	9298097 7	23000	93003 977	40.61	20.61
i) Indian	-	-	-	-	-	-	-	-	-
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals	-	-	-	-	-	-	-	-	-
i) Individual shareholders holding nominal share capital up to Rs. 1 lakh	490350 57	436060	494711 17	21.6	5304976 1	434060	53483 821	23.35	1.75
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	659551 85		659551 85	28.8	7467804 7	-	74678 047	32.61	3.81
c) Others (specify)	272541 06	-	272541 06	11.9	7160284	-	71602 84	3.12	8.78
Sub-total(B)(2):	18803 7028	459060	18849 6088	82.31	2278690 69	457060	2283 2612 9	99.7	17.39
Total Public Shareholding (B)=(B)(1)+(B)(2)	18887 3250	556060	18942 9310	82.72	2278750 69	554060	2284 2912 9	99.75	17.03
C. Shares held by Custodian for GDRs & ADRs	--	--	--	--	--	--	--	--	
Grand Total (A+B+C)	22845 5140	556060	22901 1200	100.00	2284571 40	554060	2290 1120 0	100.00	0.00

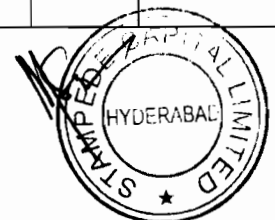
ii. DVR:





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Category of Shareholders	No. of Shares held at the beginning of the year 1 st April, 2019				No. of Shares held at the end of the year 31 st March, 2020				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	24495725	-	24495725	42.79	95725	-	95725	0.17	(42.62)
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	-	-	-	-	-	-	-	-	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
Sub-total(A)(1):	24495725	-	24495725	42.79	95725	-	95725	0.17	(42.62)
(2) Foreign									
a) NRIs Individuals	-	-	-	-	-	-	-	-	-
b) Other Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks / FI	-	-	-	-	-	-	-	-	-
e) Any other	-	-	-	-	-	-	-	-	-
Sub-total (A)(2):	-	-	-	-	-	-	-	-	-
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	24495725	-	24495725	42.79	95725	-	95725	0.17	(42.62)
B. Public Shareholding									
(1) Institutions									
a) Mutual Funds	0	24250	24250	0.04	0	24250	24250	0.04	0





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b) Banks / FI									
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):	0	24250	24250	0.04	0	24250	24250	0.04	0
(2) Non-Institutions									
a) Bodies Corp.	67035 81	67925	677150 6	11.83	31572 335	67925	3164026 0	55.26	43.44
i) Indian	-	-	-	-	-	-	-	-	-
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals	-	-	-	-	-	-	-	-	-
i) Individual shareholders holding nominal share capital up to Rs. 1 lakh	10596 801	195563	107923 64	18.85	14117 191	189313	1430650 4	24.99	6.14
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	71530 20	0	715302 0	12.49	96050 86	0	9605086	16.78	4.28
c) Others (specify)	80159 35	-	801593 5	14	15809 70	0	1580970	2.76	(11.24)
Sub-total(B)(2):	32469 332	263493	32732 825	57.17	5687 5582	257243	5713282 5	99.79	42.62
Total Public Shareholding (B)=(B)(1)+(32469 332	287743	32757 075	57.21	5687 5582	281493	5715707 5	99.83	42.62

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B)(2)									
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	56965 057	287743	57252 800	100.0 0	5697 1307	281493	5725280 0	100.0 0	0.00

B. SHAREHOLDING OF PROMOTERS:
i. EQUITY:

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year 1 st April, 2019			Shareholding at the end of the year 31 st March, 2020			% change in share holding during the year
		No. of Shares	% of total Shares of the Company	% of Shares Pledge to total shares	No. of Shares	% of total Shares of the Company	% of Shares Pledge to total shares	
1.	Venkat Srinivas Meenavalli	6,03,210	0.26	-	0	0	-	0.26
2.	M. Usha Rani	3,89,78,68 0	17.02	-	5,82,071	0.26	-	16.76

ii. DVR:

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year 1 st April, 2019			Shareholding at the end of the year 31 st March, 2020			% change in share holding during the year
		No. of Shares	% of total Shares of the Company	% of Shares Pledge to total shares	No. of Shares	% of total Shares of the Company	% of Shares Pledge to total shares	
1.	Venkat Srinivas Meenavalli	1,50,802	0.26	-	0	0	-	0.26
2.	M.Usha Rani	2,43,44,92 3	42.52	-	95,725	0.17	-	42.35

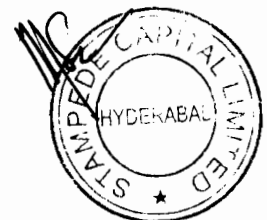
C. CHANGE IN PROMOTERS' SHAREHOLDING:
i. EQUITY


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Sr. No.	Shareholder's Name	Shareholding at the beginning of the year 1 st April, 2019			Shareholding at the end of the year 31 st March, 2020			% change in share holding during the year
		No. of Shares	% of total Shares of the Company	% of Shares Pledge to total shares	No. of Shares	% of total Shares of the Company	% of Shares Pledge to total shares	
1.	Venkat Srinivas Meenavalli							
	At the beginning of the year	6,03,210	0.26	-	0	0	-	0.26
	Increase/decrease in Directors shareholding during the year			-			-	
	Sale 16th May, 2019	6,03,210	0.26	-			-	
	At the End of the year	0	0	-	0	0	-	0.26
2.	M.Usha Rani							
	At the beginning of the year	38,97,8680						
	Increase/decrease in Directors shareholding during the year							
	Purchase 16.05.2019	603391	0.26					
	Sale 21.01.2020	39000000	17.03					.26 17.03
	At the End of the year	582071	0.25			582071	-	0.25

 ii. DVR:

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year 1 st April, 2019	Shareholding at the end of the year 31 st March, 2020
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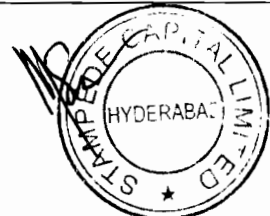
(121)

		No. of Shares	% of total Shares of the Company	% of Shares Pledge to total shares	No. of Shares	% of total Shares of the Company	% of Shares Pledge to total shares	% change in share holding during the year
1.	Venkat Srinivas Meenavalli							
	At the beginning of the year	150802	0.26	-	0	0	-	0.26
	Increase/decrease in Directors shareholding during the year							
	Sale 16 th May, 2019	(150802)	0.26	-	-	-	-	-
	At the End of the year	0	0	-	0	0	-	0.26
2.	M. Usha Rani							
	At the beginning of the year	24344923	42.52		95725	0.17	-	42.35
	Increase/decrease in Directors shareholding during the year							
	Purchase 16 th May, 2019	150802	0.26					-
	Sale 21 st January, 2020	(24400000)	42.62					-
	At the End of the year	95725	0.17		95725	0.17	-	42.35

D. SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS (OTHER THAN DIRECTORS, PROMOTERS AND HOLDERS OF GDRS AND ADRS):

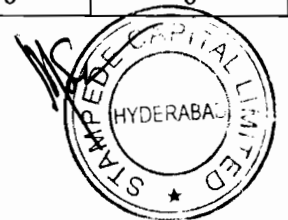
i. EQUITY:

Sr. No.	Shareholding at the beginning of the year - 1 st April, 2019	Transactions during the year	Cumulative Shareholding at end of year - 31 st March, 2020
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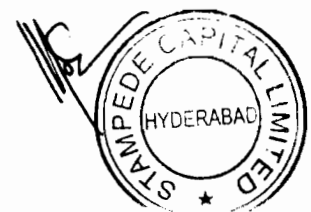
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	Name & Type Of Transaction	No. of shares held	% of total shares of the company	Date of transaction	No. of shares	No. of shares held	% of total shares of the company
1.	Anil kumar Agarwal	3000000	1.31%	-	-	3000000	1.31
	At the end of the year	3000000	1.31%	-	-	3000000	1.31
2.	Bagaria Properties and Investment Private Limited	1099347	0.48%	-	-	1099347	0.48
	Market Buy	5873093	2.56%	-	-	6972440	3.04
	At the end of the year	6972440	3.04%	-	-	6972440	3.04
3.	Arcadia Share & Stock Brokers Pvt Ltd	6291412	2.75%	-	-	6291412	2.75
	Market Buy	-	-	05th April, 19	31249	6322661	2.76
	Market Sell	-	-	12th April, 19	(2999)	6319662	2.76
	Market Sell	-	-	19th April, 19	(510)	6319152	2.76
	Market Sell	-	-	21st June, 19	(391)	6318761	2.76
	Market Buy	-	-	9th August, 19	227	6318988	2.76
	Market Sell	-	-	30th August, 19	(232)	6318756	2.76
	Market Sell	-	-	20th September, 19	(52155)	6266601	2.74
	Market Sell	-	-	30th September, 19	(25055)	6241546	2.73
	Market Sell	-	-	4th October, 19	(79590)	6161956	2.69
	Market Sell	-	-	18th October, 19	(6161956)	0	0
	At the end of the year	6291412	2.75%	-	-	0	0
4.	Arcadia Share	0	0	0	0	0	0



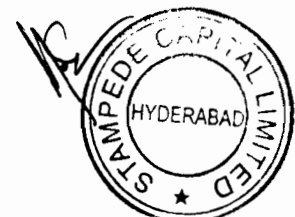
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	And Stock Brokers Pvt Ltd-Proprietary A/C						
	Market Buy	-	-	18th October, 19	6161956	6161956	2.69
	Market Sell	-	-	31st December, 19	(100000)	6061956	2.65
	Market Buy	-	-	14th February, 20	100000	6161956	2.69
	At the end of the year	0	0	-	-	6161956	2.69
5.	Jainam Share Consultants Pvt. Ltd	0	0	-	-	1584729	0.69
	Market Buy	-	-	05th-April-19	142759	1727488	0.75
	Market Sell	-	-	12th-April-19	(99709)	1627779	0.71
	Market Buy	-	-	19th-April-19	1300	1629079	0.71
	Market Buy	-	-	03rd-May-19	27959	1657038	0.72
	Market Buy	-	-	10th-May-19	500	1657538	0.72
	Market Buy	-	-	17th-May-19	5000	1662538	0.73
	Market Buy	-	-	24th-May-19	40298	1702836	0.74
	Market Sell	-	-	31st-May-19	(6950)	1695886	0.74
	Market Buy	-	-	14th-June-19	3500	1699386	0.74
	Market Sell	-	-	28th-June-19	(2500)	1696886	0.74
	Market Buy	-	-	12th-July-19	2000	1698886	0.74
	Market Buy	-	-	19th-July-19	10500	1709386	0.75
	Market Buy	-	-	2nd-August-19	1000	1710386	0.75
	Market Buy	-	-	9th-August-19	7000	1717386	0.75
	Market Buy	-	-	16th-	300	1717686	0.75



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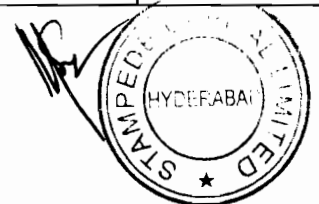
				August-19			
	Market Sell			23rd- August-19	(6846)	1710840	0.75
		-	-				
	Market Sell			30th- August-19	(13830)	1697010	0.74
		-	-				
	Market Buy			6th September,1 9	1350	1698360	0.74
		-	-				
	Market Sell			20th September	(300)	1698060	0.74
		-	-				
	Market Sell			24th September	(2000)	1696060	0.74
		-	-				
	Market Sell			27th September	(1659312)	36748	0.02
		-	-				
	Market Sell			30th September	(7500)	29248	0.01
		-	-				
	Market Sell			04th October,19	(250)	28998	0.01
		-	-				
	Market Sell			18th October,19	(8298)	20700	0.01
		-	-				
	Market Sell			25th October,19	(15700)	5000	0
		-	-				
	Market Sell			20th December,1 9	(5000)	0	0
		-	-				
	At the end of the year	0	0	-	-	0	0.0
6.	Gayi Adi Management And Trends Private Limited	0	0	-	-	0	0
	Market Buy			24th Januruy,20	39000000	39000000	17.03
		-	-				
	At the end of the year	0	0	-	-	39000000	17.03
7.	Srinivas Naidu Kundavarapu	0	0	-	-	4000000	1.75
	Market Buy			14th February,20	100000	4100000	1.79
		-	-				
	Market Buy			21st February,20	85000	4185000	1.83
		-	-				
	Market Buy			28th February,20	295101	4480101	1.96
		-	-				
	Market Buy			06th	216008	4696109	2.05
		-	-				





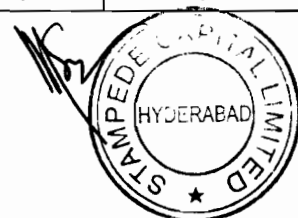
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				March,20			
	Market Buy	-	-	13th March,20	172559	4868668	2.13
	Market Buy	-	-	20th March,20	334450	5203118	2.27
	Market Buy	-	-	27th March,20	101689	5304807	2.32
	At the end of the year	0	0	-	-	5304807	2.32
8.	Niraj Chhaganraj Gemawat	0	0	-	-	2776993	1.21
	At the end of the year	0	0	-	-	2776993	1.21
9.	Amitabh Harivansh Rai Bachchan	2893506	1.26	-	-	2893506	1.26
	At the end of the year	2893506	1.26	-	-	2893506	1.26
10.	Agarwal Runit	0	0	-	-	1133000	0.49
	Market Buy	-	-	24th September,19	85000	1218000	0.53
	Market Buy	-	-	29th November,19	225000	1443000	0.63
	Market Buy	-	-	6th December,18	60000	1503000	0.66
	At the end of the year	1503000	0.66	-	-	1503000	0.66
11.	Ashok Mittal	3255000	1.42	-	-	3255000	1.42
	Market Sell	-	-	30th August,20	(3255000)	0	0
	At the end of the year	0	0	-	-	0	0
12.	Decent Trade Com Private Limited	0	0	-	-		0
	Market Buy	-	-	30th March, 20	3655000	3655000	1.6
	At the end of the year	3655000	1.6	-	-	3655000	1.6
13.	SMC Global	5909958	2.58	-	-	5909958	2.58



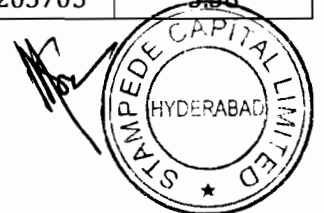
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	Securities Ltd						
	Market Buy	-	-	12th April 19	10000	5919958	2.59
	Market Sell	-	-	19th April 19	(11500)	5908458	2.58
	Market Sell	-	-	26th April 19	(100)	5908358	2.58
	Market Sell	-	-	17th May 19	(5873093)	35265	0.02
	Market Buy	-	-	31st May 19	39148	74413	0.03
	Market Sell	-	-	07th June, 19	(14175)	60238	0.03
	Market Sell	-	-	14th June, 19	(2000)	58238	0.03
	Market Buy	-	-	21st June, 19	8230	66468	0.03
	Market Sell	-	-	28th June, 19	(1200)	65268	0.03
	Market Buy	-	-	19th July, 19	1070	66338	0.03
	Market Sell	-	-	09th August, 19	(10000)	56338	0.02
	Market Buy	-	-	23rd August, 19	15000	71338	0.03
	Market Sell	-	-	30th August, 19	(10000)	61338	0.03
	Market Buy	-	-	06th September, 19	118549	179887	0.08
	Market Buy	-	-	24th September, 19	10000	189887	0.08
	Market Sell	-	-	27th September, 19	(33000)	156887	0.07
	Market Sell	-	-	30th September, 19	(156887)	0	0
	At the end of the year						
14.	IIFL Securities Limited	10585955	4.62	-	-	10585955	4.62
	Market Sell	-	-	06th September, 19	(10585955)	0	0
	At the end of	0	0	-	-	0	0



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	the year						
15.	STANDARD FINANCIAL CONSULTANTS PVT LTD	0	0	-	-	0	0
	Market Buy			06th September, 19	5415001	5415001	2.36
	At the end of the year	5415001	2.36			5415001	2.36
16.	Longview Deal trade Pvt Ltd						
	Market Buy			06th September, 19	4889000	4889000	2.13
	At the end of the year	4889000	2.13	-	-	4889000	2.13
17.	JM Financial Services Limited	1572656	0.69	-	-	1572656	0.69
	Market Buy	-	-	05th April, 19	400000	1972656	0.86
	Market Buy	-	-	17th May, 19	660000	2632656	1.15
	Market Sell	-	-	24th May, 19	(400000)	2232656	0.97
	Market Sell			18th August, 19	(1220387)	1012269	0.44
				30th September, 19	(1012269)	0	0
	At the end of the year	0	0	-	-	0	0
18.	Resonance Opportunities Fund	3250958	1.42	-	-	3250958	1.42
	Market Sell	-	-	06th December, 19	(714406)	2536552	1.11
	At the end of the year	2536552	1.11	-		2536552	1.11
19.	Silver Stallion Limited	9408805	4.11	-	-	9408805	4.11
	Market Sell	-	-	22th	(1203100)	8205705	3.58

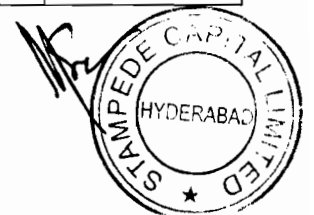


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				November, 19			
	Market Sell	-	-	29th November, 19	(5448800)	2756905	1.2
	Market Sell	-	-	06th December, 19	(2756905)	0	0
	At the end of the year	0	0	0	0	0	0

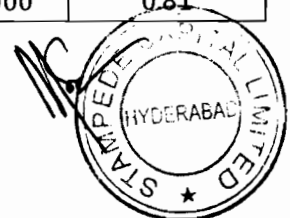
 ii. DVR:

Sr. No.	Name & Type Of Transaction	Shareholding at the beginning of the year - 1 st April, 2019		Transactions during the year		Cumulative Shareholding at end of year - 31 st March, 2020	
		No. of shares held	% of total shares of the company	Date of transaction	No. of shares	No. of shares held	% of total shares of the company
1.	Arcadia Share & Stock Brokers Pvt Ltd	536027	0.94	-	-	536027	0.94
	Market Sell	-	-	05th April, 19	(536027)	0	0
	At the end of the year	0	0	-	-	0	0
2.	Arcadia Share And Stock Brokers Pvt Ltd-Proprietary A/C	0	0	0	0	0	0
	Market Buy	-	-	30th August, 19	12001	12001	0.02
	Market Sell	-	-	18th October, 19	(536027)	548028	0.96
	Market Sell	-	-	22nd November, 19	(500)	547528	0.96
	Market Sell	-	-	31st December, 19	(11501)	536027	0.94
	At the end of	536027	0.94	-	-	536027	0.94



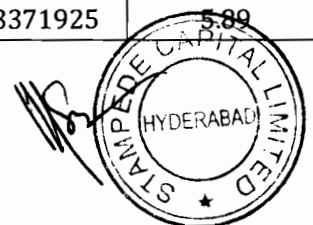
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	the year						
3.	Gayi Adi Management And Trends Private Limited	0	0	-	-	0	0
	Market Buy	-	-	24th Januruy,20	24400000	24400000	42.62
	At the end of the year	24400000	42.62	-	-	24400000	42.62
4.	Reema Agrawal	299999	0.52	-	-	299999	0.52
	At the end of the year	299999	0.52	-	-	299999	0.52
5.	Senator Realty Pvt Ltd	307010	0.54	-	-	307010	0.54
	At the end of the year	307010	0.54	-	-	307010	0.54
6.	Nomura Singapore Limited	412500	0.72	-	-	412500	0.72
	Market Sell	-	-	27th December, 19	(412500)	0	0
	At the end of the year	0	0	-	-	0	0
7.	Agarwal Runit	355000	0.62	-	-	355000	0.62
	Market Buy	-	-	24th September,19	10000	365000	0.64
	Market Buy	-	-	27th December,18	55000	420000	0.73
	At the end of the year	420000	0.73	-	-	420000	0.73
8.	Olympia Builders Private Limited	307000	0.54	-	-	307000	0.54
	At the end of the year	307000	0.54	-	-	307000	0.54
9.	Jobin J Edattu	0	0	-	-	0	0
	Market Buy	-	-	13th December, 19	11250	11250	0.2
	Market Buy	-	-	20th	453750	465000	0.81



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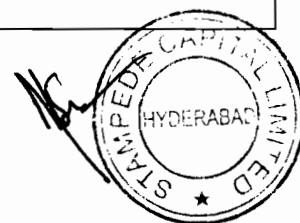
				December, 19			
	Market Buy	-	-	27th December, 19	321500	786500	1.37
	Market Buy	-	-	25th January, 20	403500	1190000	2.08
	At the end of the year	1190000	2.08	-	-	1190000	2.08
10.	Padma Veerapaneni	450000	0.79	-	-	450000	0.79
	At the end of the year	450000	0.79	-	-	450000	0.79
11.	Pintail Realty Developers Private Limited	1231250	2.15	-	-	1231250	2.15
	At the end of the year	1231250	2.15	-	-	1231250	2.15
	Ritu Jain	251000	0.44	-	-	251000	0.44
	At the end of the year	251000	0.44	-	-	251000	0.44
12.	Avon Mark Trade Private Limited	398750	0.7	-	-	398750	0.7
	At the end of the year	398750	0.7	-	-	398750	0.7
13.	Resonance Opportunities Fund	1509750	2.64	-	-	1509750	2.64
	Market Sell	-	-	06th December, 19	(757500)	752250	1.31
	At the end of the year	752250	1.31	-	-	752250	1.31
14.	Silver Stallion Limited	4427321	7.73	-	-	4427321	7.73
	Market Sell	-	-	29th November, 19	(257098)	4170223	7.28
	Market Sell	-	-	06th December, 19	(45639)	4124584	7.2
	Market Sell	-	-	13th December,	(752659)	3371925	5.89



				19			
	Market Sell			20th December, 19	(2200000)	1171925	2.05
	Market Sell	-	-	27th December, 19	(1171925)	-	-
	At the end of the year	0	0	-	-	0	0

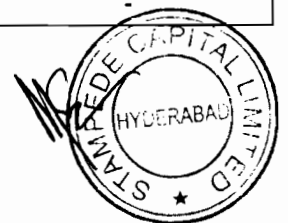
E. SHAREHOLDING OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:
i. EQUITY:

Sr. No.		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.	Mr. Srinivas Maya (Non Executive Director, Chairperson)				
	At the beginning of the year	-	-	-	-
	Increase/decrease in Directors shareholding during the year	-	-	-	-
	At the End of the year	-	-	-	-
	Reason	Nil movement during the year			
2.	Mr. Sudheer vegi (Executive Director)				
	At the beginning of the year	1120	0	1120	0
	Increase/decrease in Directors shareholding during the year	0	0	0	0
	At the End of the year	1120	0.0	1120	0.0
	Reason	Nil movement during the year			
3.	Mr. Satya Srikanth Karaturi (Non-Executive _ Independent Director)				
	At the beginning of the year	0	0	0	0
	Increase/decrease in Directors shareholding during the year	20	-0	20	0
	At the End of the year	20	0.0	20	0.0
	Reason	Nil movement during the year			
4.	Mr. Chukka Siva Satya				



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	Srinivas (Non-Executive-Independent Director)				
	At the beginning of the year	-	-	-	-
	Increase/decrease in Directors shareholding during the year	-	-	-	-
	At the End of the year	-	-	-	-
	Reason	Nil movement during the year			
5.	Mr. Venkata krishnayya Nekkanti (Non-Executive - Independent Director)				
	At the beginning of the year	200	0	200	0
	Increase/decrease in Directors shareholding during the year	0	0	0	0
	At the End of the year	200	0.0	200	0.0
	Reason	Nil movement during the year			
6.	Mrs. Chukka Lakshmi (Non-Executive - Independent Director)				
	At the beginning of the year	-	-	-	-
	Increase/decrease in Directors shareholding during the year	-	-	-	-
	At the End of the year	-	-	-	-
	Reason	Nil movement during the year			
7.	Mr. Prathipati Parthasarathi (Non-Executive - Nominee Director)				
	At the beginning of the year	1500	-	1500	-
	Increase/decrease in Directors shareholding during the year		-		-
	At the End of the year	1500	-	1500	-
	Reason	Nil movement during the year			
8.	Mr. K. Kiran * (Company Secretary & Compliance Officer)				
	At the beginning of the year	4000	0	4000	0
	Increase/decrease in Directors shareholding during the year	-	0	0	0
	At the End of the year	4000	0.0	4000	0.0
	Reason	Nil movement during the year			
9.	Mr. Vishnuvardhan Reddy Guntaka (Executive Director)				
	At the beginning of the year	-	-	-	-



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	Increase/decrease in Directors shareholding during the year	-	-	-	-
	At the End of the year	-	-	-	-
	Reason	Nil movement during the year			
10.	Mr. Emmanuel Dasi - ** (Executive Director)				
	At the beginning of the year	120000	0.05	120000	0.05
	Increase/decrease in Directors shareholding during the year	0	0.0	0	0
	At the End of the year	120000	0.0	120000	0.05
	Reason	Nil movement during the year			
11.	Mr. Omesh Kumar Waghray # (Non-Executive - Nominee Director)				
	At the beginning of the year	-	-	-	-
	Increase/decrease in Directors shareholding during the year	-	-	-	-
	At the End of the year	-	-	-	-
	Reason	Nil movement during the year			
12.	Mr. Avinash Karingam - ## (Non-Executive - Independent Director)				
	At the beginning of the year	50000	0	50000	0.02
	Increase/decrease in Directors shareholding during the year	300	0	0	0
	At the End of the year	50000	0	50000	0.02

**Mr. K. Kiran has tendered his resignation as a Company Secretary & Compliance Officer with effect from December 17, 2019*

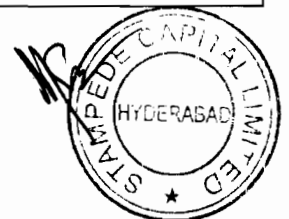
***Mr. Emmanuel Dasi has tendered his resignation as a Whole Time Director with effect from January 24, 2020.*

#Mr. Omesh Kumar Waghray has tendered his resignation as a Non-Executive - Nominee Director with effect from June 17, 2019.

##Mr. Avinash Karingam has tendered his resignation as a Non-Executive - Independent Director with effect from October 30, 2019.

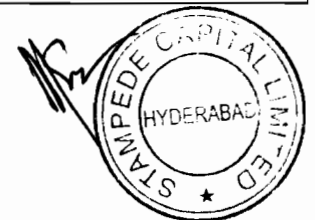
ii. **DVR:**

Sr. No.		<u>Shareholding at the beginning of the year</u>		<u>Cumulative Shareholding during the year</u>	
		No. of shares	% of total	No. of	% of total shares of



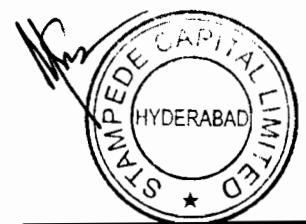
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			shares of the Company	shares	the Company
1.	Mr. Srinivas Maya (Non Executive Director, Chairperson)				
	At the beginning of the year	-	-	-	-
	Increase/decrease in Directors shareholding during the year	-	-	-	-
	At the End of the year	-	-	-	-
	Reason	Nil movement during the year			
2.	Mr. Sudheer vegi (Executive Director)				
	At the beginning of the year	-	-	-	-
	Increase/decrease in Directors shareholding during the year	-	-	-	-
	At the End of the year	-	-	-	-
	Reason	Nil movement during the year			
3.	Mr. Satya Srikanth Karaturi (Non-Executive _ Independent Director)			-	
	At the beginning of the year	0	0	0	0
	Increase/decrease in Directors shareholding during the year	130	0	130	0
	At the End of the year	130	0	130	0
	Reason	Nil movement during the year			
4.	Mr. Chukka Siva Satya Srinivas (Non-Executive-Independent Director)				
	At the beginning of the year	-	-	-	-
	Increase/decrease in Directors shareholding during the year	-	-	-	-
	At the End of the year	-	-	-	-
	Reason	Nil movement during the year			
5.	Mr. Venkata krishnayya Nekkanti (Non-Executive - Independent Director)				
	At the beginning of the year	50	0	50	0
	Increase/decrease in Directors shareholding during the year	0	0	0	0
	At the End of the year	50	0	50	0
	Reason	Nil movement during the year			



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6.	Mrs. Chukka Lakshmi (Non-Executive - Independent Director)				
	At the beginning of the year	-	-	-	-
	Increase/decrease in Directors shareholding during the year	-	-	-	-
	At the End of the year	-	-	-	-
	Reason	Nil movement during the year			
7.	Mr. Prathipati Parthasarathi (Non-Executive - Nominee Director)				
	At the beginning of the year	375	0	375	0
	Increase/decrease in Directors shareholding during the year	0	0	0	0
	At the End of the year	375	0	375	0
	Reason	Nil movement during the year			
8.	Mr. K. Kiran * (Company Secretary & Compliance Officer)				
	At the beginning of the year	-	-	-	-
	Increase/decrease in Directors shareholding during the year	-	-	-	-
	At the End of the year	-	-	-	-
	Reason	Nil movement during the year			
9.	Mr. Vishnuvardhan Reddy Guntaka (Executive Director)				
	At the beginning of the year	375	0	375	0
	Increase/decrease in Directors shareholding during the year	0	0	0	0
	At the End of the year	375	0	375	0
	Reason	Nil movement during the year			
10.	Mr. Emmanuel Dasi - **(Executive Director)				
	At the beginning of the year	86123	0.15	86123	0.15
	Increase/decrease in Directors shareholding during the year	0	0.0	0	0
	At the End of the year	86123	0.15	86123	0.15
	Reason	Nil movement during the year			
11.	Mr. Omesh Kumar Waghray # (Non-Executive - Nominee Director)				
	At the beginning of the year	-	-	-	-


 STAMPEDE CAPITAL LIMITED
 HYDERABAD

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	Increase/decrease in Directors shareholding during the year	-	-	-	-
	At the End of the year	-	-	-	-
	Reason	Nil movement during the year			
12.	Mr. Avinash Karingam - ## (Non-Executive - Independent Director)				
	At the beginning of the year	100	0	100	0.0
	Increase/decrease in Directors shareholding during the year	0	0	0	0
	At the End of the year	100	0	100	0.02
	Reason	Nil movement during the year			

**Mr. K. Kiran has tendered his resignation as a Company Secretary & Compliance Officer with effect from December 17, 2019*

***Mr. Emmanuel Dasi has tendered his resignation as a Whole Time Director with effect from January 24, 2020.*

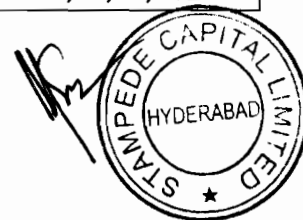
#Mr. Omesh Kumar Waghray has tendered his resignation as a Non-Executive - Nominee Director with effect from June 17, 2019.

##Mr. Avinash Karingam has tendered his resignation as a Non-Executive - Independent Director with effect from October 30, 2019.

V. INDEBTEDNESS:

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

	(In Rs.)			
	Secured Loans excluding deposits	Unsecured Loans excluding deposits	Deposits	Total Indebtedness
Indebtedness at the beginning of the Financial Year				
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-		-	
Change in Indebtedness during the financial year				
Addition	-	1,31,18,781	-	1,31,18,781
Reduction	-	-	-	-
Net Change	-	1,31,18,781	-	1,31,18,781



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Indebtedness at the end of the financial year				
i) Principal Amount	-	1,31,18,781	-	1,31,18,781
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	1,31,18,781	-	1,31,18,781

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:
**A. REMUNERATION TO MANAGING DIRECTOR, WHOLE-TIME DIRECTORS AND / OR MANAGER:
 [NOT APPLICABLE]**

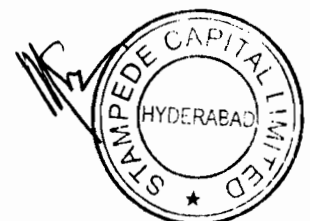
(In Rs.)

Sr. No.	Particulars of Remuneration	Name of MD/WTD/Manager			Total Amount
		Mr. Emmanuel Dasi*	Mr. Sudheer Vegi	Mr. Vishnuvardhan Reddy Guntaka	
1.	Gross salary	9,13,000	1,93,548	-	11,06,548
	(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.	Stock Option	-	-	-	-
3.	Sweat Equity	-	-	-	-
4.	Commission	-	-	-	-
	- as % of profit	-	-	-	-
	- others, specify	-	-	-	-
5.	Others, please specify	-	-	-	-
	Total (A)	9,13,000	1,93,548	-	11,06,548

* Mr. Emmanuel Dasi has tendered his resignation as a Whole Time Director with effect from January 24, 2020.

B. REMUNERATION TO OTHER DIRECTORS:

Sr. No.	Particulars of Remuneration	Name of other Directors							Total Amount
		Mrs. Chukka Lakshmi	Mr. Venkata Krishna yya Nekkant	Mr. Satya Srikanth Karaturi	Mr. Chukka Siva Satya Srinivas	Mr. Omesh Kumar Waghray	Mr. Avinash Karingam	Mr. Srinivas Maya	



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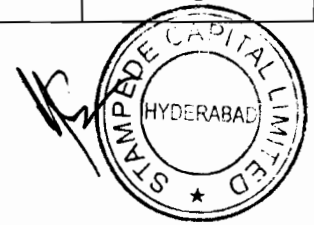
		i							
1.	Independent Directors	-	-	-	-	-	-	-	-
	Fee for attending board / committee meetings	-	-	-	-	-	-	-	-
	Commission	-	-	-	-	-	-	-	-
	Others, please specify	-	-	-	-	-	-	-	-
	Total (1)	-	-	-	-	-	-	-	-
2.	Other Non-Executive Directors	-	-	-	-	-	-	-	-
	Fee for attending board / committee meetings	-	-	-	-	-	-	-	-
	Commission	-	-	-	-	-	-	-	-
	Others, please specify	-	-	-	-	-	-	-	-
	Total (2)	-	-	-	-	-	-	-	-
3.	Total (3)=(1+2)	-	-	-	-	-	-	-	-

*Mr. Omesh Kumar Waghray has tendered his resignation as a Non-Executive -Nominee Director with effect from June 17, 2019.

*Mr. Avinash Karingam has tendered his resignation as a Non-Executive - Independent Director with effect from October 30, 2019.

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD:

Sr. No.	Particulars of Remuneration	Name of KMPs		
		Company Secretary & Compliance Officer	CFO	Total
		<u>K. Kiran *</u>	<u>Prathipati Parthasarathi</u>	
1.	Gross salary	5,62,920	-	-
	(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.	Stock Option	-	-	-
3.	Sweat Equity	-	-	-
4.	Commission	-	-	-
	- As % of profit	-	-	-
	- Others, specify	-	-	-
5.	Others, please Specify	-	-	-
	Total	5,62,920	-	5,62,920

*Mr. K. Kiran has tendered his resignation with effect from December 17, 2019 .

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

During the year, no penalties were levied against the Company, its directors or any of its officers under the Companies Act, 2013 nor was there any punishment or compounding of offences against the Company, its directors or any of its officers.

Place : Hyderabad

Date : November 27, 2020

For and On Behalf of the Board of Directors

Sd/-

Mr. Jonna Venkata Tirupati Rao

Managing Director

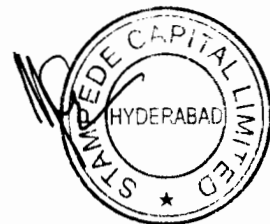
DIN: 07125471

Sd/-

Mr. Anil Thakur

Chairman

DIN: 08945434



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ANNEXURE - V TO DIRECTORS' REPORT CORPORATE GOVERNANCE REPORT

The Directors present the Company's Report on Corporate Governance for the year ended March 31, 2020, in terms of Regulations 17 to 27, clauses (b) to (i) of Regulation 46 (2) and Para C, D and E of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 together with the Auditors Certificate annexed as **Exhibit - A** to this report, on compliance with the conditions of Corporate Governance laid down for the year ended 31st March, 2020.

1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE:

Corporate Governance encompasses a set of systems and practices to ensure that the Company's affairs are being managed in a manner which ensures accountability, transparency and fairness in all transactions in the widest sense. Corporate governance also provides the structure through which the objectives of the company are set, and the means of attaining those objectives and monitoring performance are determined. Your Company has been following the Corporate Governance practices like striking out reasonable balance in the composition of Board of Directors, setting up Audit Committee and other business committees, adequate disclosures and business to be deliberated by the Board etc. It is the way of life, rather than mere legal compulsion. Your Company is committed to follow good Corporate Governance practices and improve upon them year after year. In addition, the Company has adopted a Code of Conduct for its non-executive directors which includes Code of Conduct for Independent Directors which suitably incorporates the duties of independent directors as laid down in the Companies Act, 2013 ("Act"). These codes are available on the Company's website.

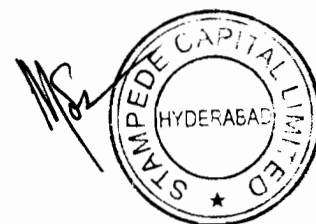
The Company's philosophy on Corporate Governance is thus concerned with the ethics, values and morals of the Company and its directors, who are expected to act in the best interests of the Company and remain accountable to shareholders and other beneficiaries for their action.

The Company is in compliance with the requirements of the guidelines on Corporate Governance stipulated under the regulation 17 to 27 read with Schedule V and clauses (b) to (i) of sub-regulation (2) of regulation 46 of SEBI Listing Regulations, as applicable, with regard to corporate governance.

2. BOARD OF DIRECTORS:

The Board Members are fully aware of their roles and responsibilities in discharge of the key functions. The Board Members strive to meet the expectation of operational transparency without compromising the need to maintain confidentiality of information.

The Board of Directors of the Company has an **optimum combination** of Executive and Non-Executive Directors with not less than Fifty percent of the Board of Directors comprising of Non-Executive Directors. The Company has Non Executive Chairman and 50% of the Board consisting of Independent and Non-Executive Directors. As on 31st March, 2020 the Company has 7 (Seven) Directors. Among the 7 Directors, the Company has a 2 (Two) Executive Directors, 1 (One) Non Executive Directors and 4 (Four) Non-Executive Independent Directors including one woman Director.



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The composition of the Board is in conformity with Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Section 149 of the Act.

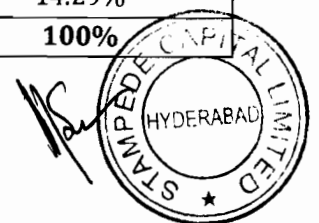
Also the Independent Directors on the Board are highly experienced and competent persons from their respective fields. The Independent Directors take active part at the Board Meetings and Committee Meetings which add value in the decision making process of the Board of Directors.

3. COMPOSITION AND CATEGORY OF BOARD OF DIRECTORS:

The Composition of the Board and Directorship held in other Companies and Committees as on 31st March, 2020 are prescribed below:

Sr. No.	Name of the Director(s)	Category of Directorship	No. of Directorship including Company	No. of Committee positions held including Company	
				Chairman	Member
1.	Mr. Srinivas Maya	Non- Executive Director	1	0	1
2.	Mr. Sudheer Vegi	Executive Director	2	0	0
3.	Mr. Vishnuvardhan Reddy Guntaka	Executive Director	1	0	0
4.	Mr. Chukka Siva Satya Srinivas	Non-Executive - Independent Director	5	2	2
5.	Mr. Satya Srikanth Karaturi	Non-Executive- Independent Director	4	2	3
6.	Mr. Venkata Krishnayya Nekkanti	Non-Executive- Independent Director	2	2	2
7.	Mrs. Chukka Lakshmi	Non-Executive- Independent Director	2	0	2

Category	No. of Directors	% of Total Board
Whole Time Executive Directors	02	28.57%
Non-Executive and Independent Director	04	57.14%
Non-Executive and Non-Independent Director	01	14.29%
Total	07	100%



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NOTES:

- All the Directors are appointed or re-appointed with the approval of the shareholders.
- None of the Directors has any business / material pecuniary relationship or transactions with the Company.
- None of the Directors has received any loans, advances from the Company during the year.
- None of the Directors are related to each other except Mr. Chukka Siva Satya Srinivas and Mrs. Chukka Lakshmi who is spouse of each other.
- None of the Directors on the Board hold directorships in more than ten public companies.
- None of them is a member of more than Ten Committees or Chairman of more than five committees across all the public companies in which he is a Director.
- All Directors have intimated periodically about their Directorship and Membership in various Board and Committee positions of other Companies, which are within permissible limits of the Companies Act, 2013 and Corporate Governance Code.
- While considering the total No. of other outside Committee positions held, Membership in committees of Private Companies, Section 8 Companies and Foreign Companies have not been included. Also, membership of Audit Committee and Stakeholder's Relationship Committee of public company are considered.

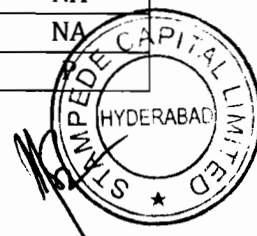
4. BOARD MEETING AND ATTENDANCE OF DIRECTORS:

During the Financial Year 2019-20, 9 (Nine) Meetings of Board of Directors were held on 30th April, 2019, 1st July, 2019, 8th August, 2019, 28th August, 2019, 30th October, 2019, 24th December, 2019, 24th January, 2020, 12th February, 2020 & 24th March, 2020. The necessary quorum was present for all the meetings. The maximum gap between any two meetings was less than 120 Days. Further, for every Board Meeting, the agenda papers along with explanatory notes are circulated in advance to the Board Members.

Last Annual General Meeting (AGM) of the Company was held on 28th September, 2019.

THE ATTENDANCE OF DIRECTORS AT THE BOARD MEETINGS AND LAST ANNUAL GENERAL MEETING WERE AS UNDER:

<u>Dates on which the Meetings were held</u>	Attendance of Directors				
	Mr. Srinivas Maya*	Mr. Sudheer Vegi	Mr. Vishnuvardhan Reddy Guntaka**	Mr. Chukka Siva Satya Srinivas	Mr. Satya Srikanth Karaturi* **
Board Meeting					
30 th April, 2019	NA	P	NA	P	NA
1 st July, 2019	NA	P	NA	A	NA
8 th August, 2019	NA	P	NA	A	NA
28 th August, 2019	NA	P	NA	P	NA
30 th October, 2019	NA	P	NA	P	NA



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24 th December, 2019	NA	P	NA	P	P
24 th January, 2020	P	P	P	P	P
12 th February, 2020	P	P	P	P	P
24 th March, 2020	P	P	P	P	P
Annual General Meeting					
28 th September, 2019	NA	P	P	P	NA

<u>Dates on which the Meetings were held</u>	Attendance of Directors				
	Mrs. chukka lakshmi	Mr. Venkata Krishnaya Nekkanti #	Mr. Omesh Kumar Waghray ##	Mr. Dasi Emmanuel ###	Mr. Avinash Karingam ####
Board Meeting					
30 th April, 2019	P	NA	P	P	P
1 st July, 2019	P	NA	NA	P	P
8 th August, 2019	P	NA	NA	P	P
28 th August, 2019	P	P	NA	P	P
30 th October, 2019	P	P	NA	P	NA
24 th December, 2019	P	P	NA	P	NA
24 th January, 2020	P	P	NA	NA	NA
12 th February, 2020	P	P	NA	NA	NA
24 th March, 2020	P	P	NA	NA	NA
Annual General Meeting					
28 th September, 2019	P	P	NA	P	P

NA: Not Applicable

P: Present

*Mr. Srinivas Maya appointed as additional Non Executive Director with effect from January 24, 2020.

**Mr. Vishnuvardhan Reddy Guntaka appointed as additional Executive Director with effect from January 24, 2020.

***Mr. Satya Srikanth Karaturi appointed as additional Independent Director with effect from October 30, 2019.

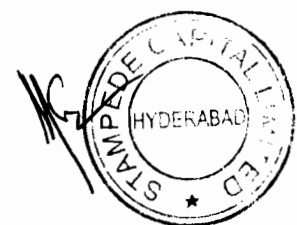
Mr. Venkata Krishnaya Nekkant appointed as Independent Director with effect from August 08, 2019.

Mr. Omesh Kumar Waghray has tendered his resignation as a Non-Executive - Independent Director with effect from June 17, 2019.

Mr. Dasi Emmanuel has tendered his resignation as a Whole Time Director with effect from January 24, 2020.

Mr. Avinash Karingam has tendered his resignation as a Non-Executive - Independent Director with effect from October 30, 2019.

5. **BOARD PROCEDURE:**



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- The Board meets at least once a quarter to review the results and other items on the agenda, once a year for approval of annual budgets and strategy and also on the occasion of the annual shareholders' meeting. When necessary, additional meetings are held.
- The Board Meetings are convened by giving appropriate Notice and Agenda.
- The Notice and Agenda of the board meetings is drafted by the Company Secretary if appointed or person authorized by Board of Directors of the Company along with the explanatory notes and these are distributed in advance to the directors. Every Board member is free to suggest the inclusion of items on the agenda.
- All divisions / departments in the Company are encouraged to plan their functions well in advance, particularly with regard to matters requiring discussion/ approval/ decision in the board/ committee meetings. All such matters are communicated to the Company Secretary in advance so that the same could be included in the agenda for the board meetings. The agenda papers are prepared by the concerned officials of the respective department and are approved by the Chairman.
- Agenda papers are circulated to the Board by the Company Secretary if appointed or person authorized by Board of Directors. Additional items on the agenda are permitted with the permission of the Chairman and with the consent of all the Directors present at the meeting.
- The Board also passes resolutions by circulation on need basis. The Company has been providing the directors with an option to participate in Board Meetings through electronic mode.
- Minutes of the proceedings of the Board Meeting are prepared within stipulated time as per applicable law and thereafter the same is circulated to all Directors for their comments. The minutes of all the Committees of the Board of Directors of the Company and the minutes of the meetings of the Board of Directors of the Company are placed before the Board.
- The quarterly, half-yearly and the annual results of the Company are first placed before the Audit Committee of the Company and thereafter the same are placed before the Board of Directors.
- A Compliance Certificate, signed by the CFO and Executive Director in respect of various laws, rules and regulations applicable to the Company is placed before the Board, every quarter.

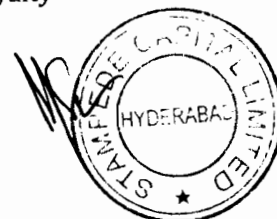
6. **BRIEF PROFILE OF DIRECTORS OF THE COMPANY:**

A. MR. SRINIVAS MAYA (DIN: 08679514):

Mr. Srinivas Maya (DIN: 08679514) aged 50 years, s/o Mr. Iylaiah Maya is a graduate in Master of Business Administration and LLB, has a lot of business experience in the various fields.

He joined the company in January, 2020 as an Additional Director of the company. Prior to joining the company he had experience of 15 years of working with Many Companies and group Companies in Finance Industry.

During the Year 2019-20, based on the recommendation of Nomination & Remuneration Committee, the Board of Directors of the Company in its meeting appointed Mr. Srinivas Maya as Non Executive Director of the Company and later on designated him as Permanent Chairman of the Company on 24th January 2020, considering his hard work, Discipline, Honest & loyalty



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At present Mr. Srinivas Maya is Chairman the Company and he was not holding any share in the Company as on 31st March, 2020.

Table showing name of Unlisted Companies in which Mr. Srinivas Maya is director as on 31.03.2020:

Sr. No.	Name of the Unlisted Company	Category of Directorship
-	-	-

Table showing name of Listed Company in which Mr. Srinivas Maya is director as on 31.03.2020:

Sr. No.	Name of the Listed Company	Category of Directorship
1.	Stampede Capital Limited	Non Executive Director - Chairman

Table showing Name of the Companies in which Mr. Srinivas Maya is a member of the Committee of the Board as on 31.03.2020:

Sr. No.	Name of Company	Name of the Committee in which he is Member
1.	Stampede Capital Limited	Stakeholder Relationship Committee (Member)

B. MR. SUDHEER VEGI (DIN: 08070785):

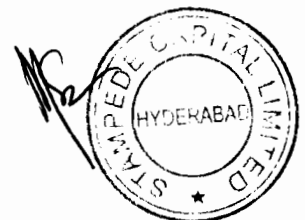
Mr. **Sudheer vegi** (DIN: **08070785**) aged 40 years, s/o Mr. Srihari Vegi is a post-graduate in Master of Computer Applications from Madras University. Overall 10+ Years of IT Experience in front, middle and back office projects for global financial intermediaries. He led the development of new systems for a proprietary global trading platform on electronic markets. Also he is having expertise in field of functional understanding and coordinating with BAs, Developers and Quant Teams.

Mr. Sudheer Vegi has initiated numerous process improvements and has led a Quality Assurance department in delivering dozens of mission critical software releases in the world of FX markets. He involved in these activities include order origination and trade-processing, pricing, signals generation, back-testing, execution performance analysis, and other activities as needed by trading businesses.

He joined the company on 14th February, 2018 as the Additional Executive Director of the company, and subsequently his appointment was approved as by the members of the Company at the 23rd AGM of the Company held on 28th September, 2019.

Mr. Sudheer vegi is a Executive Director of the Company and he was holding 1120 Equity share in the Company as on 31st March, 2020.

Table showing name of Unlisted Companies in which Mr. Sudheer vegi is director as on 31.03.2020:



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Sr. No.	Name of the Unlisted Company	Category of Directorship
1.	Kling Enterprises India Limited	Whole Time Director
2.	Kling Trading India Private Limited	Additional Director

Table showing name of Listed Company in which Mr. Sudheer vegi is director as on 31.03.2020:

Sr. No.	Name of the Listed Company	Category of Directorship
1.	Stampede Capital Limited	Executive Director

Table showing Name of the Companies in which Mr. Sudheer vegi is a member of the Committee of the Board as on 31.03.2020:

Sr. No.	Name of Company	Name of the Committee in which he is Member
-	-	-

C. MR. VISHNUVARDHAN REDDY GUNTAKA (DIN: 07125475):

Mr. Vishnuvardhan Reddy Guntaka (DIN: 07125475) aged 40 years, s/o Mr. Siva Reddy Guntaka has a lot of business experience in the numerous fields.

During the Year 2019-20, based on the recommendation of Nomination & Remuneration Committee, the Board of Directors of the Company in its meeting appointed Mr. Vishnuvardhan Reddy Guntaka the Executive Director of the Company on 24th January 2020.

Mr. Vishnuvardhan Reddy Guntaka is Executive Director the Company and he was holding 375 DVR share in the Company as on 31st March, 2020.

Table showing name of Unlisted Companies in which Mr. Vishnuvardhan Reddy Guntaka is director:

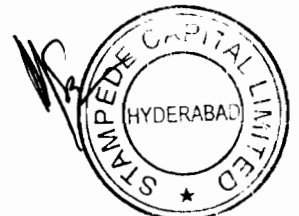
Sr. No.	Name of the Unlisted Company	Category of Directorship
-	-	-

Table showing name of Listed Company in which Mr. Vishnuvardhan Reddy Guntaka is director:

Sr. No.	Name of the Listed Company	Category of Directorship
1.	Stampede Capital Limited	Additional Whole Time Director

Table showing Name of the Companies in which Mr. Vishnuvardhan Reddy Guntaka is a member of the Committee of the Board:

Sr. No.	Name of Company	Name of the Committee in which he
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		is Member
-	-	-

D. MR. CHUKKA SIVA SATYA SRINIVAS (DIN: 07177166):

Mr. Chukka Siva Satya Srinivas (DIN: 07177166) aged 52 years, s/o Mr. Apparao Chukka has lot of business experience in the various fields. He has over 25 years of experience in Risk Management which will be useful for the Company.

He joined the company on 30th April, 2019 as the Additional Independent Director of the company, and subsequently approved by members of the Company at the 24th AGM of the Company held on 28th September, 2019 for a period of Five years up to 31st March, 2024.

At present Mr. Chukka Siva Satya Srinivas is Non-Executive Independent Director of the Company and he was not holding any share in the Company as on 31st March, 2020.

Table showing name of Unlisted Companies in which Mr. Chukka Siva Satya Srinivas is director as on 31.03.2020:

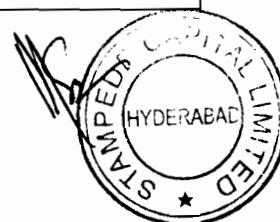
Sr. No.	Name of the Unlisted Company	Category of Directorship
1.	Barret Commodity Traders Private Limited	Additional Director
2.	Kling Enterprises India Limited	Additional Director
3.	Social Media India Limited	Director

Table showing name of Listed Company in which Mr. Chukka Siva Satya Srinivas is director as on 31.03.2020:

Sr. No.	Name of the Listed Company	Category of Directorship
1.	Stampede Capital Limited	Non-Executive - Independent Director
2.	Spacenet Enterprises India Limited	Non-Executive - Independent Director

Table showing Name of the Companies in which Mr.Chukka Siva Satya Srinivas is a member of the Committee of the Board as on 31.03.2020:

Sr. No.	Name of Company	Name of the Committee in which he is Member
1.	Stampede Capital Limited	Audit Committee (Chairperson) Nomination and Remuneration Committee (Chairperson) Stakeholder Relationship Committee (Chairperson)
2.	Spacenet Enterprises India Limited	Audit Committee (Member) Nomination and Remuneration Committee





		(Member) Stakeholder Relationship Committee (Member)
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E. MRS. CHUKKA LAKSHMI (DIN: 07733231):

Mrs. Chukka Lakshmi (DIN: 07733231) aged 47 years, d/o Mr. Srinivas has a lot of business experience in the various fields.

He joined the company on 20th March, 2017 as the Additional Independent Director of the company, and subsequently approved by members of the Company at the 22nd AGM of the Company held on 29th September, 2017 for a period of Five years.

Mrs. Chukka Lakshmi is Non-Executive Independent Director of the Company and she was not holding any share in the Company as on 31st March, 2020.

Table showing name of Unlisted Companies in which Mrs. Chukka Lakshmi is director as on 31.03.2020:

Sr. No	Name of the Unlisted Company	Category of Directorship
1.	Kling Enterprises India Limited	Additional Director

Table showing name of Listed Company in which Mrs. Chukka Lakshmi is director as on 31.03.2020:

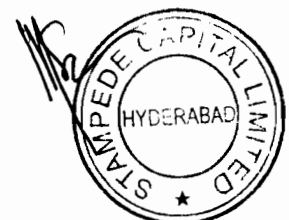
Sr. No	Name of the Listed Company	Category of Directorship
1.	Stampede Capital Limited	Non-Executive Independent Director
2.	Proseed India Limited	Non-Executive Independent Director

Table showing Name of the Companies in which Mrs. Chukka Lakshmi is a member of the Committee of the Board as on 31.03.2020:

Sr. No	Name of Company	Name of the Committee in which he is Member
1.	Proseed India Limited	Audit Committee (Member) Nomination and Remuneration Committee (Member) Stakeholder Relationship Committee (Member)

F. MR. VENKATA KRISHNAYYA NEKKANTI (DIN: 07733209):

Mr. Venkata Krishnayya Nekkanti (DIN: 07733209) aged 37 years, s/o Mr. Bhaskararao Nekkanti has 8 years of experience in Online Advertising industry including system analysis, data base designing, MIS and Risk Management.



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He joined Company on 08th August, 2019 as the Additional Independent Director of the company, and subsequently approved by members of the Company at the 24th AGM of the Company held on 28th September, 2019 for a period of Five years up to 31st March, 2024.

Mr. Venkata Krishnayya Nekkanti is Non-Executive Independent Director of the Company and he was holding 200 Equity Shares and 50 DVR Shares in the Company as on 31st March, 2020.

Table showing name of Unlisted Companies in which Mr. Venkata Krishnayya Nekkanti is director as on 31.03.2020:

Sr. No	Name of the Unlisted Company	Category of Directorship
-	-	-

Table showing name of Listed Company in which Mr. Venkata Krishnayya Nekkanti is director as on 31.03.2020:



Sr. No	Name of the Listed Company	Category of Directorship
1.	Stampede Capital Limited	Non-Executive - Independent Director
2.	Proseed India Limited	Non-Executive - Independent Director

Table showing Name of the Companies in which Mr. Venkata Krishnayya Nekkanti is a member of the Committee of the Board as on 31.03.2020:

Sr. No	Name of Company	Name of the Committee in which he is Member
1.	Proseed India Limited	Audit Committee (Chairman) Nomination and Remuneration Committee (Chairman) Stakeholder Relationship Committee (Chairman)
2.	Stampede Capital Limited	Audit Committee (Member) Nomination and Remuneration Committee (Member) Stakeholder Relationship Committee (Member)

G. MR. SATYA SRIKANTH KARATURI (DIN: 07733024):

Mr. Satya Srikanth Karaturi (DIN: 07733024) aged 44 Years, S/o Mr. Vijaya Mohan Rao Karaturi has 3 Years of Experience in Merchant Trade and Commodity Trading. He also has 3 Years of Experience as Trade Manager in electronic markets on global trading platforms 7 years' experience in Advertising campaign support, Ad trafficking, Campaign monitoring, optimizing, & reporting, invoicing, payment tracking, and Content Management. He is the scalable force behind large internet properties like Bharatstudent.com and Ad Networks like Axill.com, SMX.com, Adrope.com, Ziddu.com, etc.,

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Making is his mark presence in online digital media with more than a decade of experience. Srikanth has been the engine behind Digital Advertising, VOIP, Social Media, and Cloud Technologies.

He joined the company on 30th October, 2019 as the Additional Independent Director of the Company.

Mr. Satya Srikanth Karaturi is Non-Executive Independent Director of the Company and he was holding 7020 Equity Shares and 130 DVR Shares in the Company as on 31st March, 2020.

Table showing name of Unlisted Companies in which Mr. Satya Srikanth Karaturi is director as on 31.03.2020:

Sr. No	Name of the Unlisted Company	Category of Directorship
1	Stampede Enterprises India Private Limited	Additional Director

Table showing name of Listed Company in which Mr. Satya Srikanth Karaturi is director as on 31.03.2020:


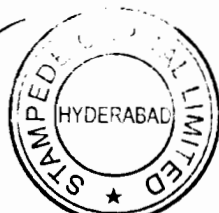
Sr. No	Name of the Listed Company	Category of Directorship
1.	Stampede Capital Limited	Non-Executive - Independent Director
2.	Proseed India Limited	Non-Executive - Independent Director
3	Spacenet Enterprises India Limited	Non-Executive - Independent Director

Table showing Name of the Companies in which Mr. Satya Srikanth Karaturi is a member of the Committee of the Board as on 31.03.2020:

Sr. No	Name of Company	Name of the Committee in which he is Member
1.	Proseed India Limited	Audit Committee (Member) Nomination and Remuneration Committee (Member) Stakeholder Relationship Committee (Member)
2.	Stampede Capital Limited	Audit Committee (Member) Nomination and Remuneration Committee (Member)
3	Spacenet Enterprises India Limited	Audit Committee (Chairman) Nomination and Remuneration Committee (Chairman) Stakeholder Relationship Committee (Chairman)

7. DISCLOSURE OF RELATIONSHIP BETWEEN DIRECTORS INTER-SE:

Sr. No.	Name of Director	Inter - se Relationship
1.	Mr. Srinivas Maya	No Relation

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2.	Mr. Sudheer Vegi	No Relation
3.	Mr. Vishnuvardhan Reddy Guntaka	No Relation
4.	Mr. Chukka Siva Satya Srinivas	Husband of Mrs. Chukka Lakshmi
5.	Mrs. Chukka Lakshmi	Wife of Mr. Chukka Siva Satya Srinivas
6.	Mr. Satya Srikanth Karaturi	No Relation
7.	Mr. Venkata Krishnayya Nekkanti	No Relation

8. TRAINING OF NON-EXECUTIVE DIRECTORS OF THE BOARD OF DIRECTORS:

All Non-Executive Directors are appointed on the Board of the Company are introduced to the culture through induction sessions. The Executive Directors and senior management provide an overview of the operations and familiarize the Non-executive Directors on matters the morals and principles of the Company.

They are introduced to the organization structures and various procedures. Non-Executive Directors are also briefed pertaining to the group structure and subsidiaries.

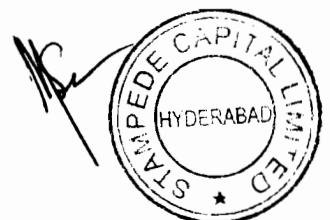
Also, the Company has a detailed familiarization Programme for Non - Executive Independent Directors to familiarize them with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company etc. The details of such Programme are available on the website of the Company at http://www.stampedecap.com/investor_relations.html.

9. NUMBER OF SHARES & CONVERTIBLE INSTRUMENTS HELD BY NON - EXECUTIVE DIRECTORS AS ON 31ST MARCH, 2020 IS AS UNDER:

<u>Name of Director</u>	<u>Director Category</u>	<u>Number of Shares / convertible instruments held in the Company</u>
Mr. Chukka Siva Satya Srinivas	Non-Executive, Independent Director	NIL
Mrs. Chukka Lakshmi	Non-Executive, Independent Director	NIL
Mr. Satya Srikanth Karaturi	Non-Executive, Independent Director	Equity 7020 and DVR 130
Mr. Venkata Krishnayya Nekkanti	Non-Executive, Independent Director	Equity 200 and DVR 50

10. REASONS FOR THE RESIGNATION OF AN INDEPENDENT DIRECTOR DURING THE FINANCIAL YEAR 2019-20:

During the year Mr. Omesh Kumar Waghray and Mr. Avinash Karingam, Independent Directors resigned from the Company w.e.f. May 30, 2019 and October 10, 2019 due to pre-occupation. The said



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Independent Director has confirmed to the Company that there are no material reasons for their resignation.

11. LIST OF SKILLS / EXPERTISE / COMPETENCIES REQUIRED TO FUNCTION THE BUSINESS EFFECTIVELY:

Too many businesses fail because translating passion into a successful business model is a difficult task.

Developing a small business into a successful enterprise demands more than passion. Unfortunately, facts speak for themselves. Over half of new businesses fail mainly because the entrepreneur is unable to translate their passion into practical business skills. Success demands more than hard work, resilience, and expertise in your field. In order to succeed, you need to understand and to become proficient in a set of fundamental business skills.

Following are the essential skills that you are required to run the business of the Company:

A. FINANCIAL MANAGEMENT SKILL:

Being able to effectively manage your finances is critical. You will need to be able to forecast your cash flow and sales, as well as, monitor your profit and loss. Having sound financial management skills will help you to run your business profitably and protect your financial investment.

B. MARKETING, SALES AND CUSTOMER SERVICE SKILL:

It is important to be able to promote your products or services effectively. Providing good customer service and having a marketing strategy in place will help you to generate sales.

C. COMMUNICATION AND NEGOTIATION SKILL:

Communication and negotiation with your suppliers, potential investors, customers and employees is very important to have. Having effective written and verbal communication skills will help you to build good working relationships. Every communication should reflect the image you are trying to project.

D. MANAGEMENT SKILL:

These means offering other people opportunities to do work, even if you think it will benefit your own clout or resume to do it yourself. Delegation is an important part of time and resource management. If you take everything on yourself, chances are your work in key areas will suffer. Someone that excels in business will be able to manage their own workload by appropriately directing the appropriate colleagues and subordinates for the best tasks.



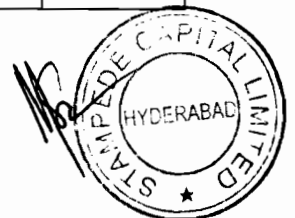
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E. STRATEGIC PLANNING SKILL:

Strategic planning is a very important business activity. Strategic planning is a process of defining your company's strategy or direction and making decisions on allocations of resources of capital and people. The key is to know how to project your company's future performance, within a three-to-five year framework or more, supported by your well-defined business plan.

IN TERMS OF REQUIREMENT OF LISTING REGULATIONS, THE BOARD HAS IDENTIFIED THE FOLLOWING SKILLS / EXPERTISE / COMPETENCIES OF THE DIRECTORS AS GIVEN BELOW:

Skills And Its Description	Mr. Srinivas Maya	Mr. Vishnuvardhan Reddy Guntaka	Mr. Sudheer Vegi	Mr. Chukka Siva Satya Srinivas	Mr. Satya Srikanth Karaturi	Mr. Venkata Krishna yya Nekkanti	Mrs. Chukka Lakshmi
Leadership experience of running large enterprise Experience	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Experience of crafting Business Strategies	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Understanding of Consumer and Customer Insights in diverse environments and conditions	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Finance & Accounting Experience	Yes	Yes	Yes	No	Yes	No	No
Experience in overseeing large and complex Supply Chain	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Understanding use of Digital / Information Technology	Yes	Yes	Yes	Yes	Yes	Yes	Yes



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Experience of Large companies & understanding of the changing regulatory landscape	Yes	No	Yes	Yes	Yes	No	No
Communication & Negotiation Skill	Yes	Yes	Yes	Yes	Yes	Yes	Yes

12. COMMITTEES OF THE BOARD: Currently the Company is having 5 committees of the Board:

- A. Audit Committee.
- B. Stakeholders Relationship Committee.
- C. Nomination and Remuneration Committee.
- D. Internal Complaint Committee.
- E. Inquiry Committee.

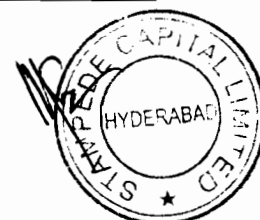
A. AUDIT COMMITTEE:

i) COMPOSITION:

The Company has an Independent Audit Committee comprising of 3 Non - Executive - Independent Director as Members of the Committee as on 31st March, 2020. All being learned and experts are having adequate knowledge in the field of finance.

As required under section 177 of the Companies Act, 2013 and Regulation 18 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 read with part C of schedule II thereto, the Board has complied with composition of Audit Committee which comprises of the following members as on 31st March, 2020:

<u>Name of the Member</u>	<u>Status & Category (Date of Appointment)</u>	<u>Director Category</u>
Mr. Chukka Siva Satya Srinivas	Chairman & Member (30.04.2019)	Non-Executive - Independent Director
Mr. Venkata Krishnayya Nekkanti	Member (08.08.2019)	Non-Executive - Independent Director
Mr. Satya Srikanth Karaturi	Member (30.10.2019)	Non-Executive - Independent Director



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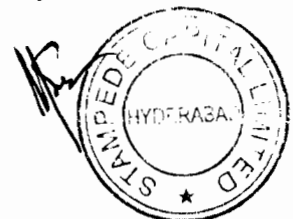
ii) CHANGE IN COMPOSITION:

1. Mr. Omesh Kumar Waghray has ceased to be the member of the committee on 17th June, 2019 due to cessation of his directorship
2. Mr. Avinash Karingam has ceased to be the member of the committee on 30th October, 2019 due to cessation of his directorship
3. Mrs. Chukka Lakshmi has resigned from committee.
4. Mr. Chukka Siva Satya Srinivas was nominated as Member and chairman of committee on 30th April, 2019.
5. Mr. Venkata Krishnayya Nekkanti was nominated as Member of committee on 08th August, 2019.
6. Mr. Satya Srikanth Karaturi was nominated as Member of committee on 30th October, 2019.

iii) TERMS OF REFERENCE OF THE AUDIT COMMITTEE:

The Audit Committee shall have the authority to investigate into any matter that may be prescribed under Company Law for the time being in force and within its terms of reference.

- Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
- Recommending to the Board the appointment, remuneration and terms of appointment of auditors of the company.
- Approval of payment to statutory auditors for any other services rendered by the statutory auditors.
- Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the Board for approval, with particular reference to:
 - i) Matters required to be included in the Directors' Responsibility Statement to be included in the Board's report in terms of Clause (C) of sub-section 3 of Section 134 of the Companies Act, 2013.
 - ii) Changes, if any, in accounting policies and practices and reasons for the same.
 - iii) Major accounting entries involving estimates based on the exercise of judgment by management.
 - iv) Significant adjustments made in the financial statements arising out of audit findings.
 - v) Compliance with listing and other legal requirements relating to financial statements.
 - vi) Disclosure of any related party transactions.
 - vii) Qualifications in the draft audit report.
- Reviewing, with the management, the quarterly financial statements before submission to the Board for approval.
- Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of

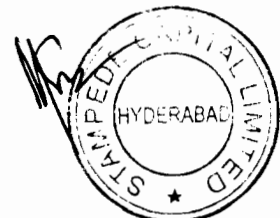


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funds utilized for purposes other than those stated in the offer document/prospectus/notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter.

- Review and monitor the auditor's independence and performance and effectiveness of audit process.
- Reviewing, with the management, performance of statutory and internal auditors, and adequacy of the internal control systems.
- Approval or any subsequent modification of transaction of the company with related parties.
- Scrutiny of inter-corporate loans and investments.
- Valuation of undertaking or assets of the company, whenever it is necessary.
- Evaluation of internal financial controls and risk management systems.
- Reviewing the adequacy of internal audit function, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit.
- Discussion with internal auditors any significant findings and follow up there on.
- Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.
- Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.
- To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors.
- To review the functioning of the Whistle Blower mechanism.
- Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience & background, etc. of the candidate.
- Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.
- Management discussion and analysis of financial condition and results of operations;
- Statement of significant related party transactions (as defined by the Audit Committee), submitted by management;
- Management letters / letters of internal control weaknesses issued by the statutory auditors;
- Internal audit reports relating to internal control weaknesses; and
- The appointment, removal and terms of remuneration of the Chief Internal Auditor shall be subject to review by the Audit Committee.

Further, Additional Terms of Reference of Audit Committee for discharging its Obligation under SEBI (Prohibition of Insider Trading) Regulations, 2015 was added which are as follows:



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- To verify that the systems for internal control towards compliance of SEBI (Prohibition of Insider Trading) Regulations, 2015 are adequate and operating effectively at least once in a financial year.
- To review and verify the report on internal control.
- To strengthen the internal control system placed for compliance of SEBI (Prohibition of Insider Trading) Regulations, 2015.
- To review and verify the report to be provided by Compliance officer on compliance of SEBI (Prohibition of Insider Trading) Regulations, 2015 and code of conduct at such frequency as may be stipulated by the Board of Directors.

During the year, the Audit Committee, in its meetings, discussed among other things, the following:

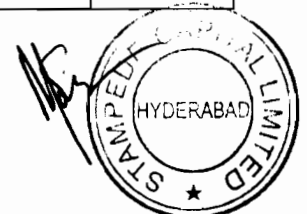
- Reviewed with management, quarterly, half yearly and annual financial statements before submission to the Board.
- Discussed with the management and the internal and statutory auditors findings in the internal audit reports.
- Deliberated on the applicability, compliance and impact of various Accounting Standards and guidelines issued by the Institute of Chartered Accountants of India from time to time.
- Reviewed the Company's Financial and Risk Management Policies and Audit Reports covering operational, financial and other business risk areas.

The Chairman of the Audit Committee has briefed the Board of Directors, about the Audit Committee's observations on various issues discussed at its meetings. Minutes of the Audit Committee Meetings are also circulated to all the Board Members along with agenda of the subsequent meeting.

iv) ATTENDANCE RECORD OF THE MEMBERS:

The committee met 4 (Four) times during the Financial Year 2019-20 held on 30th April, 2019, 08th August, 2019, 30th October, 2019 and 02nd February, 2020. The attendance records of each member of the Audit Committee at the Meeting are as followed:

Dates on which the Meetings were held	Attendance of Members					
	Mr. Chukka Siva Satya Srinivas (Chairman)	Mr. Venkata Krishnayya Nekkanti	Mr. Satya Srikanth Karaturi	Mr. Avinash Karingam (Chairman)	Mr. Omesh Kumar Waghray	Mrs. Chukka Lakshmi
30 th April, 2019	P	P	P	P	P	P
08 th	P	P	P	P	NA	P





August, 2019						
30 th October, 2019	P	P	P	P	NA	NA
02 nd February, 2020	P	P	P	NA	NA	NA

NA: Not Applicable

P: Present

Statutory Auditor and Internal Auditors and Secretarial Auditors have been invitees to the Audit Committee Meetings besides Chairman, Managing Director & Chief Financial Officer as an Invitee. Company Secretary attended most of the meeting of the Audit Committee as invitee as well.

The gap between two consecutive meetings did not exceed 120 Days. The necessary quorum was present for all the meetings.

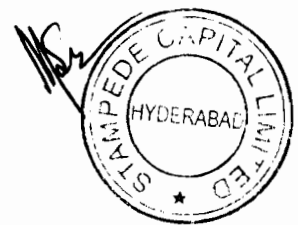
B. STAKEHOLDERS RELATIONSHIP COMMITTEE:

i) COMPOSITION:

The Stakeholders Relationship Committee presently consists of 2 Non-Executive - Independent Director and 1 Executive Director as Members of the Committee. Minutes of each Committee Meeting are placed and discussed in the next meeting of the Board.

The Shareholders' Relationship Committee of the Board is in compliance with the provisions of Section 178 (5) of the Companies Act and Regulation 20 of the SEBI Regulations read with Part D of Schedule II. The Stakeholder Relationship Committee comprises of the following Members:-

Name of the Member	Status & Category	Director Category
Mr. Chukka Siva Satya Srinivas	Chairman & Member	Non - Executive - Independent Director
Mr. Srinivas Maya	Member	Executive Director
Mr. Venkata Krishnayya Nekkanti	Member	Non - Executive - Independent Director



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ii) CHANGE IN COMPOSITION:

1. Mr. Omesh Kumar Waghray has ceased to be the member of the committee on 17th June, 2019 due to cessation of his directorship.
2. Mr. Avinash Karingam has ceased to be the member of the committee on 30th October, 2019 due to cessation of his directorship.
3. Mr. Dasi Emmanuel has ceased to be the member of the committee on 24th January, 2020 due to cessation of his directorship.
4. Mr. Chukka Siva Satya Srinivas was nominated as Member and chairman of committee on 30th April, 2019.
5. Mr. Venkata Krishnaya Nekkanti was nominated as Member of committee on 08th August, 2019.
6. Mr. Srinivas Maya was nominated as Member of committee on 24th January, 2020.

iii) TERMS OF REFERENCE OF THE STAKEHOLDERS RELATIONSHIP COMMITTEE:

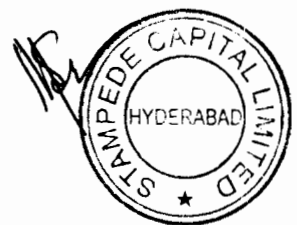
The terms of reference of shareholders grievances committee inter-alia considers the following matters:-

- To consider and approve requests for transfers, transmissions, Dematerialization/ Re-materialization and issue of fresh share certificates on replacement/ subdivision/ consolidation, issue of duplicate share certificate on loss whether by theft, misplacement or otherwise.
- To review the status of Dematerialization of Company's shares and matters incidental thereto.
- To review and monitor the approval to the transfers and transmission made by any Director under executive authority delegated to him from time to time.
- To monitor the matters of litigation related to shareholders and take decisions relating thereto.
- To consider, review and monitor the matters related to the shareholders grievances.
- To consider and finalize the report on Corporate Governance to be annexed with the Annual Report of the Company.
- To deal with any other matters related and/or incidental to the shareholders.

The Committee has authorized its Registrar and Transfer Agent (RTA) to redress any complaints received from members of the Company. To expedite the matter of Share Transfer, RTA has been authorized to approve the Share Transfer Requests received for and on behalf of the Company. The committee periodically reviews the report sent by RTA in this regard.

iv) ATTENDANCE RECORD OF THE MEMBERS:

The attendance record of each member of the Stakeholder Relationship Committee at the Meeting held on 28th August, 2019 and 24th January, 2020 is as follows:



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Dates on which the Meetings were held	Attendance of Members					
	Mr. Chukka Siva Satya Srinivas (Chairman)	Mr. Srinivas Maya	Mr. Venkata Krishnaya Nekkanti	Mr. Avinash Karingam	Mr. Omesh Kumar Waghray	Mr. Dasi Emmanuel
28 th August, 2019	P	NA	P	P	NA	P
24 th January, 2020	P	P	P	NA	NA	P

NA: Not Applicable

P: Present

v) COMPLIANCE OFFICER:

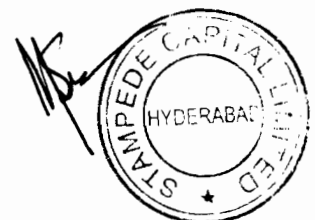
Mr. Kiran, Company Secretary appointed as Compliance Officer as resigned on 27th May, 2016. Required under Regulation 6 of the SEBI (LODR) Regulations, 2015 ("Listing Regulations"). He has been entrusted the task of overseeing the Share Transfer work done by the Registrars and Share Transfer Agents and attending to grievances of the Shareholders and Investors intimated to the Company directly or through SEBI and Stock Exchanges. All complaints / grievances have been duly intimated to exchange under Regulation 13 of the SEBI (LODR) Regulations, 2015 to resolve the investor grievances. Mr. Kiran had resigned from post of Company Secretary & Compliance Officer on 17th December, 2019. Further, Mr. Abhishek Jain appointed as Company Secretary & Compliance Officer on 16th June, 2020.

The Committee specially redresses the grievances of the Shareholders.

During the Financial Year 2019-20, the status of Compliant is as follows:

EQUITY:

No. of Investor complaints pending at the beginning of the quarter	No. of Investor complaints received during the quarter	No. of Investor complaints disposed of during the quarter	No. of Investor complaints unresolved at the end of the quarter
0	0	0	0





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DVR:

No. of Investor complaints pending at the beginning of the quarter	No. of Investor complaints received during the quarter	No. of Investor complaints disposed of during the quarter	No. of Investor complaints unresolved at the end of the quarter
0	0	0	0

All share transfer and correspondence thereon are handled by the Company's Registrars and Share Transfer Agents viz. **Venture Capital and Corporate Investment Private Limited** situated at 12-10-167, Bharatnagar, Hyderabad-500018.

C. NOMINATION AND REMUNERATION COMMITTEE:

i) COMPOSITION:

The Nomination & Remuneration Committee of the Board is in compliance with the provisions of Section 178 of the Companies Act, 2013 and Regulation 19 of the SEBI Regulations read with Part D of Schedule II. The minutes of the Remuneration Committee meetings are reviewed and noted by the Board from time to time. This Committee shall have the authority to Investigate into any matter that may be prescribed under Company Law for the time being in force and shall also comply with the terms of reference as specified herein as under:

- The Nomination & Remuneration Committee shall have meetings periodically as it may deem fit.
- The Nomination & Remuneration Committee shall invite such of the executives to be present at the meetings of the Committee required by it.
- The Nomination & Remuneration Committee shall have the following powers and functions:
 - To recommend to the Board, the terms and conditions of appointment of key Management personnel.
 - To seek information from any employee.
 - To obtain outside legal or other professional advice.

The Nomination and Remuneration Committee consists of 3 (three) Non-Executive - Independent Director as Members of the Committee as on 31st March, 2020. The Nomination & Remuneration Committee comprises of the following Members:

<u>Name of the Member</u>	<u>Status & Category</u>	<u>Director Category</u>
Mr. Chukka Siva Satya Srinivas	Chairman & Member	Non-Executive - Independent Director
Mr. Venkata Krishnayya Nekkanti	Member	Non-Executive - Independent Director
Mr. Satya Srikanth Karaturi	Member	Non-Executive - Independent Director



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ii) CHANGE IN COMPOSITION:

1. Mr. Omesh Kumar Waghray has ceased to be the member of the committee on 17th June, 2019 due to cessation of his directorship.
2. Mr. Avinash Karingam has ceased to be the member of the committee on 30th October, 2019 due to cessation of his directorship.
3. Mrs. Chukka Lakshmi has resigned from committee.
4. Mr. Chukka Siva Satya Srinivas was nominated as Member and chairman of committee on 30th April, 2019.
5. Mr. Venkata Krishnayya Nekkanti was nominated as Member of committee on 08th August, 2019.
6. Mr. Satya Srikanth Karaturi was nominated as Member of committee on 30th October, 2019.

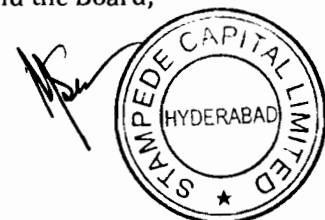
iii) CRITERIA FOR SELECTION OF NON-EXECUTIVE DIRECTORS:

- The Non-Executive Directors shall be of high integrity with relevant expertise and experience in the fields of manufacturing, marketing, finance, taxation, law, governance and general management.
- In case of appointment of Independent Directors, the Committee shall satisfy itself with regard to the independent nature of the Directors vis-à-vis the Company so as to enable the Board to discharge its function and duties effectively.
- The Committee shall ensure that the candidate identified for appointment as a Director is not disqualified for appointment under Section 164 of the Companies Act, 2013.
- The Committee shall consider the following attributes / criteria, whilst recommending to the Board the candidature for appointment as Director.
 - Qualification, expertise and experience of the Directors in their respective fields;
 - Personal, Professional or business standing;
 - Diversity of the Board
- In case of re-appointment of Non-Executive Directors, the Board shall take into consideration the performance evaluation of the Director and his engagement level.
- The Company has not paid any remuneration to Non-Executive Directors during the Financial Year 2019-20.
- The quantum of sitting fees payable if any to Independent Directors of the Company is in terms of provisions of the Act.

iv) TERMS OF REFERENCE OF THE NOMINATION AND REMUNERATION COMMITTEE:

The terms of reference of the Nomination and Remuneration Committee are as under:

- Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees;
- Formulation of criteria for evaluation of Independent Directors and the Board;
- Devising a policy on Board diversity;



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- Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria lay down, and recommend to the Board their appointment and removal.

v) ATTENDANCE RECORD OF THE MEMBERS:

Three Meetings of the Nomination and Remuneration Committee were held during the Financial Year 2019-20 i.e. on 30th April, 2019, 30th October, 2019 and 24th January, 2020.

Dates on which the Meetings were held	Attendance of Members					
	Mr. Chukka Siva Satya Srinivas (Chairman)	Mr. Venkata Krishnayya Nekkanti	Mr. Satya Srikanth Karaturi	Mr. Avinash Karingam	Mr. Omesh Kumar Waghray	Mrs. Chukka Lakshmi
30 th April, 2019	P	NA	NA	P	P	P
30 th October, 2019	P	P	P	P	NA	NA
24 th January, 2020	P	P	P	NA	NA	NA

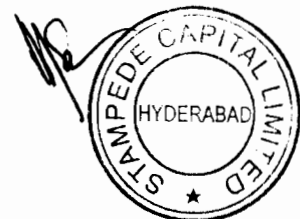
NA: Not Applicable

P: Present

vi) REMUNERATION POLICY:

- The Remuneration Policy of the Company for managerial personnel is primarily based on the performance of the Company and track record, potential and performance of individual managerial personnel. The Remuneration Committee recommends to the Board the compensation package of the Executive Directors of the Company.
- Since the appointment of the Executive Director is by virtue of their employment with the Company, their service contract, notice period and severance fees, if any, is governed by the remuneration policy of the Company.
- The Company does not have any Employee Stock Option Scheme.
- The details of remuneration paid to Executive Directors of the Company during the Financial Year 2019-20 is given in **MGT - 9** annexed to Director's Report.

The remuneration policy of the Company is directed towards rewarding performance based on review of achievements on a periodic basis and is inconsonance with the existing industry practice which is hosted on the website of the Company at: http://www.stampedecap.com/investor_relations.html.



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D. INTERNAL COMPLAINT COMMITTEE FOR PREVENTION AND PROHIBITION OF SEXUAL HARASSMENT OF WOMAN:
i) COMPOSITION:

During the Financial Year 2019-20, the Company has not received any complaints on sexual harassment and hence no complaints remain pending as of 31st March, 2020. The Company had constituted a committee called as Internal Complaint Committee for prevention and prohibition of Sexual Harassment of woman at workplace which consists of following members:

Sr. No.	Name of Members	Designation
1.	Ms. Jayanti Satyam	Presiding Officer / External Member
2.	Mr. Srinivas Maya	Member (Non-Executive Director)
3.	Mrs. Chukka Lakshmi	Member (Independent Director)
4.	Ms. Gunisha Malhotra	Member
5.	Ms. Samhita Vadyaraju	Member

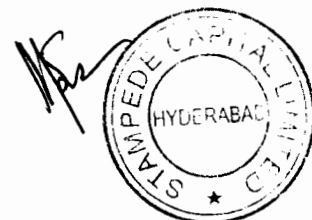
Further, the Company has complied with provisions relating to constitution of Internal Complaint Committee under Sexual Harassment of woman at workplace (prevention, prohibition and Redressal) Act, 2013.

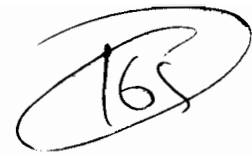
ii) TERMS OF REFERENCE OF COMMITTEE:

- Prevent discrimination and sexual harassment against women, by promoting gender amity among employees;
- Make recommendations to the Director for changes/elaborations in the rules for staff and employees to lay down procedures for the prohibition, resolution, settlement and prosecution of acts of discrimination and sexual harassment against women, by the employees;
- Deal with cases of discrimination and sexual harassment against women, in a time bound manner, aiming at ensuring support services to the victims and termination of the harassment;

E. INQUIRY COMMITTEE:
i) COMPOSITION:

The Board of Directors of the company has constituted the Inquiry Committee pursuant to the provision of the SEBI (Prohibition of Insider Trading) Regulations, 2015 which shall discharge its functions to assist the Board of Directors to enquire into Leak and Suspected Leak of UPSI Company.





The Inquiry Committee is constituted with the following Members: -

<u>Name of the Member</u>	<u>Status & Category</u>	<u>Director Category</u>
Mr. Srinivas Maya	Chairman & Member	Whole Time Director
Mr. Jagannatha Prasad S N	Member	Chief Financial Officer
Mrs. Haseena Rao	Member	Non Executive Director

ii) **ROLES OF THE COMMITTEE:**

The role of the Committee shall be as follows:

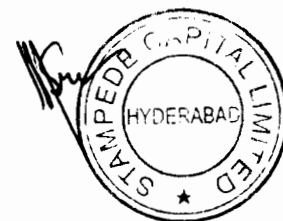
- Consider complaints received in writing on leak or suspected Leak of UPSI and conduct inquiry thereof;
- Initiate inquiry on its own motion on leak or suspected Leak of UPSI;
- Devise process for inquiry in case of leak and suspected Leak of UPSI;
- Report the results of an inquiry to and make recommendations of actions to be taken by the Board of Directors of the Company.

iii) **POWERS OF THE COMMITTEE:**

The power of the Committee shall be as follows:

- To investigate, in cases of leak or suspected leak of UPSI;
- To require the attendance of the person supposed to be acquainted with the facts and circumstances of the leak or suspected Leak of UPSI, for the purpose of the investigation;
- To examine, either orally or in writing, any person supposed to be acquainted with the facts and circumstances of the leak or suspected Leak of UPSI;
- To reduce into writing any statement made to the Committee in the course of examination;
- To make a separate and true record of the statement of each such person whose statement is recorded;
- To require the attendance of the witnesses unless their appearance is not necessary for the just decision of the case and to examine the witnesses and;

To require the production of documents (physical/electronic) in connection to the investigation.



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13. GENERAL BODY MEETINGS:
A. DETAILS OF LAST 3 ANNUAL GENERAL MEETING:

Financial Year	Date of AGM	Venue of AHM	Time of AGM	No. of Special Resolution Passed
2016-17	29/09/2017	Moti Nagar Community Hall, Mothi Nagar Cross Roads, Borabanda, Hyderabad-500018	10.30 A.M	-
2017-18	28/09/2018	Senior Citizen Hall, 2nd Floor, Beside S.R.K Raju Community Hall, Madhura Nagar, Hyderabad-500038	10.30 A.M.	-
2018-19	28/09/2019	Senior Citizen Hall, 2nd Floor, Beside S.R.K Raju Community Hall, Madhura Nagar, Hyderabad-500038	10.00 A.M.	2*

* To approve material related party transaction.

* To change the name of the Company

B. EXTRA ORDINARY GENERAL MEETINGS:

In addition to Annual General Meeting, the Company holds Extra Ordinary General Meeting of the members of the Company as and when situation arises. During the year under review, the Company had not conducted any Extra Ordinary General Meeting.

C. POSTAL BALLOT:

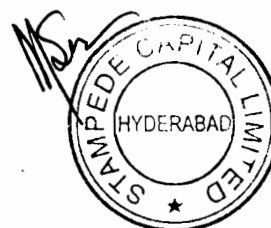
The Company had not conducted Postal Ballot during the Financial Year.

14. OTHER DISCLOSURES:
a) MANAGEMENT DISCLOSURES:

The Senior Management Personal have been making disclosures to the Board relating to all material, financial and commercial transactions, where they have personal interest that may have a potential conflict with the interest of the Company at large. Based on the disclosures received, none of the Senior Management Personnel has entered into any such transactions during the year.

b) MATERIALLY SIGNIFICANT RELATED PARTY TRANSACTIONS:

The matter has been set out in Directors' Report.



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c) STATUS OF REGULATORY COMPLIANCES:

The Company has complied with all the mandatory requirements of Regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Adoption of non-mandatory requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is reviewed by the Board from time to time.

d) STRUCTURES AND PENALTIES:

There were no penalties, strictures imposed on the Company by Stock Exchange or SEBI or any statutory authority on any matter relating to the capital markets during the last three years. Also no Penalty has been levied by regulators under Companies Act, 2013 and the same has been evident from MGT - 9 which forms part of Board Report.

e) RISK MANAGEMENT FRAMEWORK:

The matter has been set out in Directors' Report.

f) MAINTENANCE OF THE CHAIRMAN'S OFFICE:

The Company has an Executive Chairman and the office provided to him for performing his executive duties is also utilized by him for discharging his duties as Chairman. No separate office is maintained for the Non- Executive Chairman of the Audit Committee but Secretarial and other assistance is provided to him whenever needed, in performance of his duties.

g) MODIFIED OPINION(S) IN AUDIT REPORT:

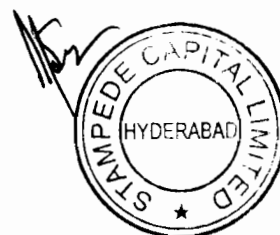
There are no qualifications in the Auditor's Report on the financial statements of the Company.

h) REPORTING OF INTERNAL AUDITOR:

The Internal Auditor directly reports to the Audit Committee and report of internal auditor is also placed before the Board of Directors of the Company.

i) TOTAL FEES PAID TO STATUTORY AUDITORS OF THE COMPANY FOR THE FINANCIAL YEAR 2018-19 AND 2019-20:

M/s. Navitha and & Associates, Chartered Accountants (ICAI Firm Registration No. 012026S and Membership No. 221085) the Company's Statutory Auditor, is responsible for performing an independent audit of the Financial Statements and expressing an opinion on the conformity of those financial statements with accounting principles generally accepted in India.



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As required under Regulation 34 read with Part C of the Schedule V of the Listing Regulations, the total fees paid by the Company to the statutory auditor and all entities in the network firm / entity of which the statutory auditor is a part is during the Year Rs. 3,02,500/- and for the Financial Year 2019-20.

As required under Regulation 34 read with Part C of the Schedule V of the Listing Regulations, the Company could not provide details in its Corporate Governance Report for Financial Year 2018-19 with respect to fees paid to Auditor for the Financial Year 2018-19 from all entities in the network firm / entity of which the statutory auditor is a part. The Company paid Rs 8,16,857/- for the Financial Year 2018-19.

j) PROHIBITION OF INSIDER TRADING CODE / PREVENTION OF INSIDER TRADING:

Pursuant to the requirements of SEBI (Prohibition of Insider Trading) Regulations, 1992 as amended by SEBI (Prohibition of Insider Trading) Regulations, 2015, which is effective from May 15, 2015, the Company has adopted a code of conduct for prohibition of insider trading. The Code is applicable to all Directors and such designated employees who are expected to have access to unpublished price sensitive information relating to the Company. As per the Code, the trading window is closed during the time of declaration of results and material events, etc. Disclosure of shareholding is taken from all the Directors and Designated Employees and other connected persons of the Company.

In January 2015, SEBI Notified the SEBI (Prohibition of Insider Trading) Regulations, 2015. that came into effect from May 15, 2015. Pursuant thereof, the Company as a listed Company has formulated and adopted a code for prevention of Insider Trading including Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information, incorporating the requirements in accordance with the regulation, clarification and circulars the same are updated as and when required.

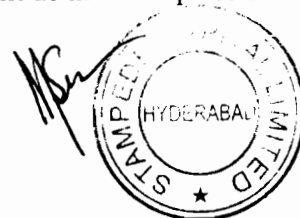
In line with the recent amendments in SEBI (Prohibition of Insider Trading) Regulations, 2015, the Company has updated its Code for prevention of Insider Trading including Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information and the same is effective from April 01, 2019 also is updated as per changes in regulations from time to time.

k) DETAILS OF UTILIZATION OF FUNDS RAISED THROUGH PREFERENTIAL ALLOTMENT OR QUALIFIED INSTITUTIONS PLACEMENT:

During the year 2019-20, the Company has not raised any amount through preferential allotment or qualified institutions placement as specified under Regulation 32 (7A).

l) DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013:

Your Company has zero tolerance for sexual harassment at its workplace and has adopted a policy on prevention, prohibition and redressal of sexual harassment at the workplace in line with the



provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the rules made there under for prevention and redressal of complaints of sexual harassment at workplace. The Company also has an Internal Committee comprising of two male and two female members. During the year under review:-

- a) Number of complaints filed during the financial year: NIL
- b) Number of complaints disposed of during the financial year: NIL
- c) Number of complaints pending as on end of the financial year: NIL

m) SUBSIDIARIES:

The matter has been set out in Directors' Report.

n) WEB LINK FOR POLICY FOR DETERMINING THE MATERIAL SUBSIDIARIES:

The policy for determining the material subsidiaries as approved by the Board may be accessed on the Company's website at the link: http://www.stampedecap.com/investor_relations.html.

o) DISCLOSURE OF ACCOUNTING TREATMENT:

There was no deviation in following the treatments prescribed in any of Accounting Standards (AS) in preparation of the Financial Statement of your Company.

p) ACCEPTANCE OF RECOMMENDATION OF COMMITTEE:

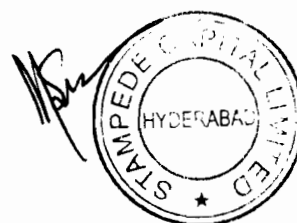
During the year 2019-20, all the suggestions /recommendations of all the committees of the Board, have been accepted by the Board of Directors.

15. DISQUALIFICATION / DEBAR OF DIRECTORS OF THE COMPANY:

A Certificate dated 03rd August, 2020 was provided by **M/s. KOTA & Associates Co. Practicing Company Secretary** certifying on qualification of Directors of the Company and was placed before Board of Directors in the meeting held on 25th November, 2020. On the basis of certificate provided by M/s. KOTA & Associates Co. Practicing Company Secretary the Board of Directors of the Company take a cognizance that none of the directors on the Board of the company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board / Ministry of Corporate Affairs or any such statutory authority. Certificate provided by M/s. KOTA & Associates Co. Practicing Company Secretary is annexed hereto and marked as **Exhibit - B** to this report.

16. CEO / CFO CERTIFICATION:

The Certificate is placed before the Board by the Chairman and Executive Director & CFO of the Company. This certificate is being given to the Board pursuant to Regulation 17 (8) of the SEBI



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(Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Schedule II Part B of the said regulations.

The aforesaid certificate duly signed by the Executive Director & CFO in respect of the Financial Period ended 31st March, 2020 has been placed before the Board in the meeting held on 30th June, 2020 is annexed hereto and marked as **Exhibit - C** to this report.

17. CODE OF CONDUCT AND CERTIFICATE ON COMPLIANCE THERE OF:

Certificate signed by the Executive Director stating that the members of Board and Senior Management personnel have affirmed compliance with the code of conduct of Board of Directors and Senior Management is annexed hereto and marked as **Exhibit - D** to this report.

18. SECRETARIAL AUDIT FOR RECONCILIATION OF CAPITAL:

As stipulated by SEBI a qualified Practicing Company Secretary carries out Secretarial Audit to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and Listed capital. This audit is carried out periodically and thereon is submitted to the Stock Exchanges. The audit confirms that the total Listed and Paid-up Capital is in agreement with the aggregate of the total number of shares in dematerialized form (held with NSDL and CDSL) and total number of shares in physical form.

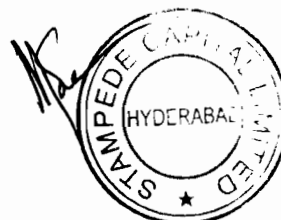
19. MEANS OF COMMUNICATION:

The primary source of information to the shareholders, customers, analysts and other stakeholders of your Company and to public at large is through the website of your Company <http://www.stampededcap.com/index.html>. The Annual Report, quarterly results, shareholding pattern, material events, corporate actions, copies of press releases, schedule of analysts / investor meets, among others, are regularly sent to Stock Exchanges and uploaded on the Company's website. Quarterly/ annual financial results are regularly submitted to the Stock Exchanges in accordance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The quarterly, half-yearly and annual results were published in daily Newspapers which included Business Standard / Financial Express & the Regional Language Newspapers in Nava Telangana / Andhra Prabha (Telugu Language). The same were sent to Stock Exchanges are promptly filed on BSE Listing Centre and NEAPS (NSE Electronic Application Processing System).

The Board of Directors have approved a policy for determining materiality of events for the purpose of making disclosure to the stock exchange. The Chief Executive Officer, Chief Financial Officer and the Company Secretary of the Company are empowered to decide on the materiality of the information for the purpose of making disclosure to the Stock Exchanges.

The Company's website www.stampededcap.com contains a separate dedicated section 'Investor Relations' where all the information required by the shareholder is available. Annual Report of the



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Company, Notices of Postal Ballot, and Outcome of Board Meeting etc. are regularly updated on the website. The Company's presentations to institutional investors and analysts, if made would be put up on the website of the Company

20. GENERAL SHAREHOLDER INFORMATION:
a) DETAILS OF AGM OF 2019-20:

Date : 29th December, 2020

Time : 09:00 A.M.

Venue : 402 to 404, 4th Floor, Saptagiri Towers, Begumpet, above Pantaloons, Hyderabad, Telangana, 500016 India.

b) FINANCIAL YEAR:

1st April, 2019 to 31st March, 2020.

The current financial year of the Company is 31st March, 2020.

c) NAME OF THE STOCK EXCHANGE WHERE COMPANY'S SHARES ARE LISTED AND CONFIRMATION OF PAYMENT OF LISTING FEES TO STOCK EXCHANGES:

Bombay Stock Exchange	National Stock Exchange of India Limited
Phiroze Jeejee bhoy Towers Dalal Street Mumbai- 400001	Exchange Plaza Block G, C 1, Bandra Kurla Complex, G Block, Bandra East, Mumbai - 400051, Maharashtra, India
Phones : 91-022-22721233 / : 91-22-66545695	Phones: 91- 022 2659 8100

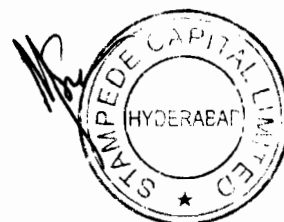
The Company has duly paid the listing fees to Bombay Stock Exchange and National Stock Exchange & Custodial Fees to Central Depository Services (India) Limited and National Securities Depository Limited for the Financial Year 2019-20.

d) DATE OF BOOK CLOSURE:

Tuesday, 22nd December, 2020 to Tuesday, 29th December, 2020 (Both days inclusive)

e) FINANCIAL CALENDAR (2019 - 2020):

First Quarterly Results	08 th August, 2019
Second Quarterly Results	30 th October, 2019
Third Quarterly Results	12 th February, 2020
Financial Year ending	30 th June, 2020



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f) (TENTATIVE) RESULTS FOR FINANCIAL YEAR 2020-21:

June 30, 2020	2 nd week of August 2020
September 30, 2020	2 nd week of November 2020
December 31, 2020	2 nd week of February 2021
March 31, 2021	4 th week of May 2021
Annual General Meeting	September, 2021

g) SUSPENSION OF SECURITIES OF THE COMPANY FROM STOCK EXCHANGE:

During the year 2019-20, the Company's securities have not been suspended from trading on NSE and BSE Limited.

h) STOCK DETAILS OF COMPANY:

Name of Stock Exchange	BSE and NSE
BSE Ltd (BSE) Code	Equity : 531723 DVR : 570005
National Stock Exchange of India Limited (NSE) Code	Equity : STAMPEDE DVR : SCAPDVR
ISIN No.	Equity : INE224E01028 DVR : INE224E01036

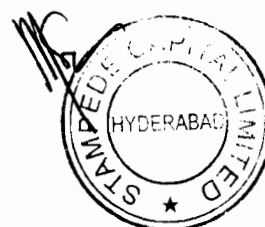
i) OUTSTANDING GLOBAL DEPOSITORY RECEIPTS OR AMERICAN DEPOSITORY RECEIPTS OR WARRANTS OR ANY CONVERTIBLE INSTRUMENTS:

Not Applicable

j) DEMATERIALIZATION OF SHARES:

The Company's shares are tradable compulsorily in electronic form. The Company has established through its Registrar and Share Transfer Agents, connectivity with National Securities Depository Ltd. (NSDL) and Central Depository Services (India) Ltd. (CDSL). **99.76%** of the equity shares and **99.51** for Differential Voting Right (DVR) of the company have been dematerialized as on 31st March, 2020.

Details of No. of shares held in dematerialized and physical mode as on 31st March, 2020:

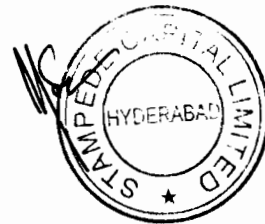


EQUITY:

Particulars	No. of Shares	% of Total issued Capital
Held in Dematerialized form in CDSL	14,21,41,976	62.07
Held in Dematerialized form in NSDL	8,63,15,164	37.69
Physical Form	5,54,060	0.24
Total	22,90,11,200	100.00

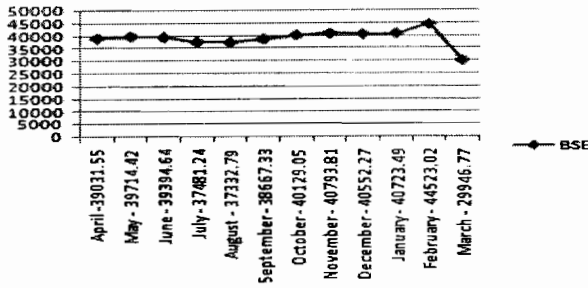
DVR:

Particulars	No. of Shares	% of Total issued Capital
Held in Dematerialized form in CDSL	3,75,39,900	65.57
Held in Dematerialized form in NSDL	19,41,31,407	33.94
Physical Form	28,14,93	0.49
Total	5,72,52,800	100.00

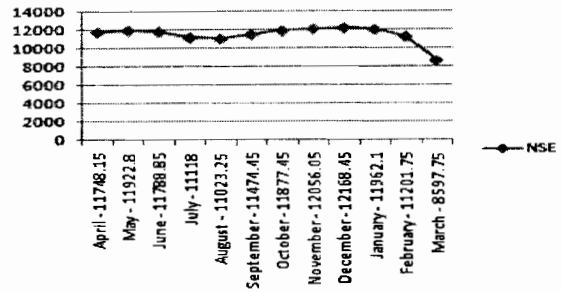
k) PERFORMANCE IN COMPARISON TO BROAD BASED INDICES (SUCH AS SENSEX & NIFTY):
i. BSE & NSE Vis a Vis Stampede Capital Limited (Equity Shares with Ordinary Voting Rights):


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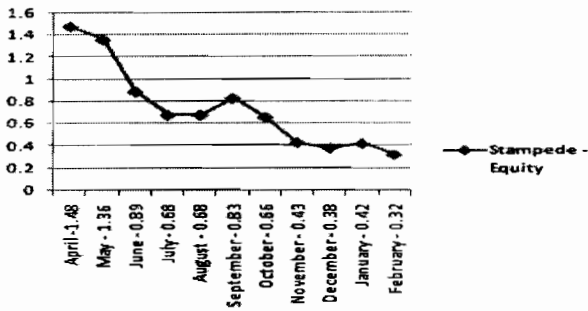
BSE



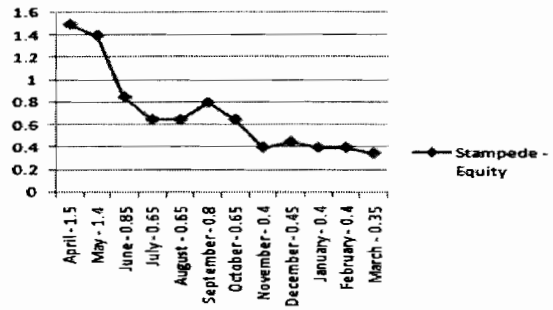
NSE



Stampede - Equity



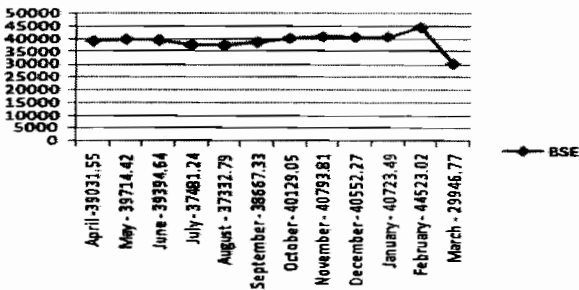
Stampede - Equity



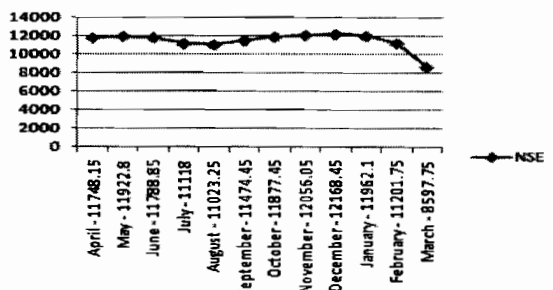
(Source: BSE website & NSE Website)

ii. BSE & NSE Vis a Vis Stampede Capital Limited (DVR):

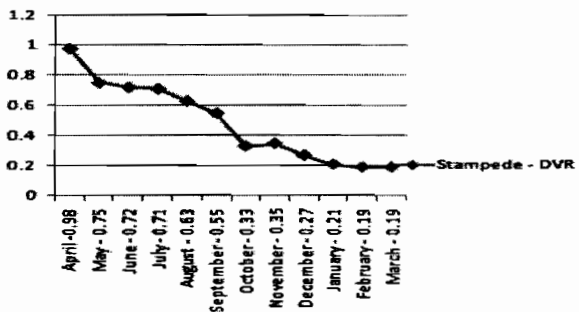
BSE



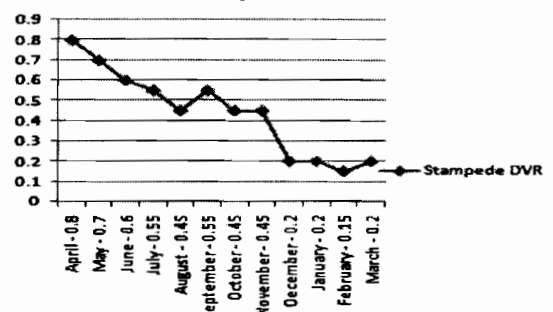
NSE



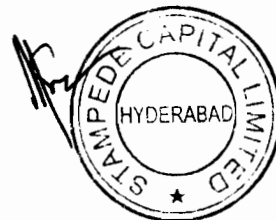
Stampede - DVR



Stampede DVR



(Source: BSE website & NSE Website)



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I) HIGH/LOW OF MARKET PRICE OF COMPANY'S SHARES TRADED ON THE BOMBAY STOCK EXCHANGE (BSE) UP-TO 31ST MARCH, 2020:

EQUITY:

Month (April 2019 to March 2020)	BSE		NSE	
	High (Rs)	Low(Rs)	High (Rs)	Low(Rs)
April	2.02	1.35	1.85	1.50
May	1.55	1.08	1.50	1.10
June	1.41	0.89	1.40	0.85
July	0.97	0.69	1	0.60
August	0.76	0.65	0.80	0.60
September	0.83	0.65	0.85	0.65
October	0.82	0.58	0.80	0.60
November	0.72	0.43	0.70	0.40
December	0.44	0.36	0.45	0.35
January	0.46	0.37	0.45	0.35
February	0.46	0.31	0.45	0.30
March	0.38	0.33	0.45	0.30

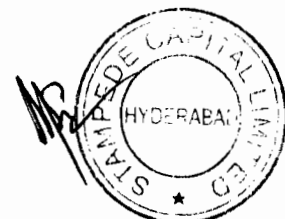
(Source: BSE website & NSE Website)

DVR:

Month (April 2019 to March 2020)	BSE		NSE	
	High (Rs)	Low(Rs)	High (Rs)	Low(Rs)
April	1.03	0.71	1.05	0.75
May	0.94	0.75	0.85	0.55
June	0.77	0.66	0.75	0.55
July	0.77	0.71	0.65	0.45
August	0.64	0.58	0.60	0.45
September	0.57	0.53	0.55	0.35
October	0.53	0.33	0.55	0.45
November	0.35	0.33	0.50	0.35
December	0.36	0.27	0.40	0.15
January	0.26	0.19	0.25	0.15
February	0.23	0.19	0.25	0.15
March	0.20	0.19	0.25	0.15

(Source: BSE website & NSE Website)

m) INVESTOR SERVICES:



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The Company has appointed **M/S. Venture Capital And Corporate Investment Limited** whose address is given below, as its Registrar and Transfer Agents. The Registrar handles all matters relating to the shares of the Company including transfer, transmission of shares, dematerialization of share certificates, subdivision /consolidation of share certificates and investor grievances.

Details of M/S. Venture Capital And Corporate Investment Limited as follows:

Address	12-10-167, Bharat Nagar Colony, Hyderabad-500 018 Telangana, India
Telephone No	Phone: 91-40 23868024,
E-mail address	info@vccilindia.com .
Fax No	Fax: 91-40 23868023

n) **ANY QUERY ON ANNUAL REPORT CONTACT AT CORPORATE OFFICER:**

Name	Mr. Abhishek Jain
Designation	Company Secretary and Compliance Officer
Officer Address	402 to 404, 4 th Floor, Saptagiri Towers, Begumpet, above Pantaloons, Hyderabad, Telangana, 500016, India
Email ID	cs@stampededecap.com
Telephone	040-48578444/26

o) **PLANT LOCATION:**

Not Applicable

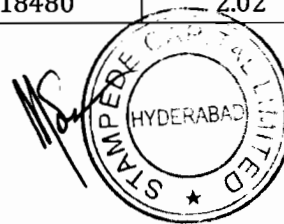
p) **SHARE TRANSFER SYSTEM:**

All the transfers received are processed by Registrar and Transfer Agents. Share transfers are registered and returned within maximum of 21 days from the date of lodgement if documents are complete in all respects. In case the shares are transferred through Demat mode, the procedure is adopted as stated in Depositories Act, 1996.

q) **DISTRIBUTION OF SHAREHOLDING AS ON 31ST MARCH, 2020:**

EQUITY:

Range (In Rs.)	Total Holders	% of Total Holders	Total Holding in Rupees	% of Total Capital
1 - 5000	10718	81.64	11520129	5.03
5001 - 10000	902	6.87	7185056	3.14
10001 - 20000	565	4.3	8454547	3.69
20001 - 30000	263	2	6686916	2.92
30001 - 40000	130	0.99	4618480	2.02





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40001 - 50000	105	0.8	4918488	2.15
50001 - 100000	185	1.41	14257382	6.23
100001 and above	261	1.99	171370202	74.83
Total	13,129		22,90,11,200	100.0000

DVR:

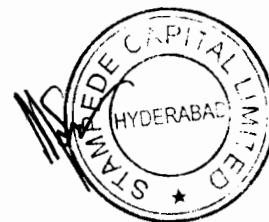
Range (In Rs.)	Total Holders	% of Total Holders	Total Holding in Rupees	% of Total Capital
1 - 5000	6183	90.22	3384650	5.91
5001 - 10000	234	3.41	1804498	3.15
10001 - 20000	159	2.32	2306935	4.03
20001 - 30000	78	1.14	1961746	3.43
30001 - 40000	27	0.39	927529	1.62
40001 - 50000	31	0.45	1467649	2.56
50001 - 100000	70	1.02	5210606	9.1
100001 and above	71	1.04	40189187	70.2
Total	6,853		22,90,11,200	100.0000

r) SHAREHOLDING PATTERN AS ON 31ST MARCH, 2020:

EQUITY:

Category	No. of Shareholders	No. of Shares	% of Shareholding
Promoters/Directors/Directors Relative	1	5,82,071	0.25
Mutual Funds	1	97,000	0.04
Foreign Portfolio Investors	3	37,35,030	1.63
Financial Institutions and Banks	1	6,000	0.0
Resident Individuals up to Rs. 2 Lacs	12,658	6,68,04,009	29.17
Resident Individuals excess of Rs. 2 Lacs	100	6,13,57,859	26.79
Bodies Corporate	202	9,30,03,977	40.61
Clearing Member	20	3,97,217	0.17
NRIs	143	30,28,037	1.32
Total	13,129	22,90,11,200	100

DVR:



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<u>Category</u>	<u>No. of Shareholders</u>	<u>No. of Shares</u>	<u>% of Shareholding</u>
Promoters/Directors/Directors Relative	1	95,725	0.17
Mutual Funds	1	24,250	0.04
Foreign Portfolio Investors	3	10,04,750	1.75
Resident Individuals up to Rs. 2 Lacs	6956	1,90,71,382	33.31
Resident Individuals excess of Rs. 2 Lacs	16	56,80,273	9.92
Bodies Corporate	163	3,07,63,128	53.73
Clearing Member	27	2,46,640	0.43
NRIs	102	3,66,527	0.64
Trust	1	125	0.0
Total	7,270	5,72,52,800	100

s) **UNCLAIMED DIVIDEND:**

Not Applicable.

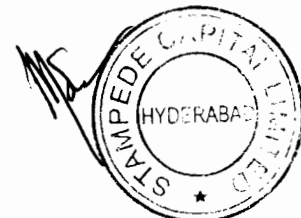
t) **ADDRESS FOR CORRESPONDENCE:**

Stampede Capital Limited	M/S. VENTURE CAPITAL AND CORPORATE INVESTMENT LIMITED
402 to 404, 4 th Floor, Saptagiri Towers, Begumpet, above Pantaloons, Hyderabad, Telangana, 500016, India	12-10-167, Bharat Nagar Colony, Hyderabad-500 018
Tel.: 040-23540763	Phone: 91-40 23868024, Fax: 91-40 23868023
E-mail: cs@stampedecap.com	E-mail: info@vccilindia.com .
Website: http://www.stampedecap.com/index.html/	Website: https://www.vccipl.com/

u) **DISCRETIONARY REQUIREMENTS/ COMPLIANCE WITH MANDATORY AND NON-MANDATORY PROVISION:**

Your Company has adhered to all the mandatory requirements of Corporate Governance norms as prescribed by Regulations 17 to 27 and Clause (b) to (i) of sub-regulation (2) of Regulation 46 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 to the extent applicable to the Company.

The Company complies with following non-mandatory requirements of Regulation 27(1) of the Listing Regulations.



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v) AUDIT QUALIFICATION:

No observations or qualifications were made in the Auditor's Report for the financial year 2019-20.

Place : Hyderabad

For and On Behalf of the Board of Directors

Date : November 27, 2020

Sd/-

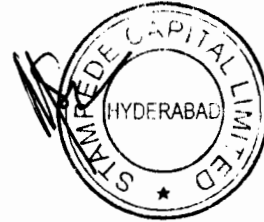
Mr. Jonna Venkata Tirupati Rao
Managing Director

DIN: 07125471

Sd/-

Mr. Anil Thakur
Chairman

DIN: 08945434



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EXHIBIT - A (CORPORATE GOVERNANCE REPORT)
AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

To
The Members,
Stampede Capital Limited

We have examined the compliance of conditions of Corporate Governance by Stampede Capital Limited ("The Company"), for the year ended on 31st March, 2020 as stipulated in Regulations 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 and para C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (collectively referred to as "SEBI Listing Regulations, 2015).

A. MANAGEMENT RESPONSIBILITY:

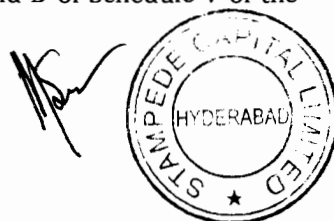
1. The compliance of conditions of Corporate Governance is the responsibility of the Management. This responsibility includes the designing, implementing and maintaining operating effectiveness of internal control to ensure compliance with the conditions of the Corporate Governance as stipulated in the Listing Regulations.

B. AUDITOR'S RESPONSIBILITY:

2. Our responsibility is limited to examining the procedures and implementation thereof, adopted by the Company for ensuring compliance with the conditions of the Corporate Governance as stipulated in the said Clause. It is neither an audit nor an expression of opinion on the financial statements of the Company.
3. We have examined the books of account and other relevant records and documents maintained by the Company for the purpose of providing reasonable assurance on the compliance with Corporate Governance requirements by the Company.
4. We have carried out an examination of the relevant records of the Company in accordance with the Guidance Note on Certificate of Corporate Governance issued by the Institute of the Chartered Accountants of India (the ICAI), the Standards on Auditing specified under Section 143(10) of the Companies Act, 2013, in so far as applicable for the purpose of this certificate and as per the Guidance Note on Reports or Certificates for Special Purposes issued by the ICAI which requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.

C. OPINION:

5. Based on our examination of the relevant records and according to the information and explanations given to us and based on the representations made by the Directors and the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and Para C and D of Schedule V of the



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SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015 during the year ended March 31, 2020.

6. We state that such compliance is neither an assurance as to future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For NAVITHA AND ASSOCIATES

Chartered Accountants

Firm Registration No: 012026S

Sd/-

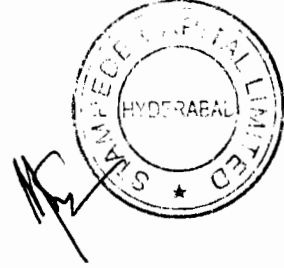
Navitha. K

Proprietor

Membership No: 221085

Place: Hyderabad

Dated: 27/11/2020



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EXHIBIT - B1 (CORPORATE GOVERNANCE REPORT)
CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS
(Pursuant to Regulation 34(3) and Schedule V Para C clause (10) (i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

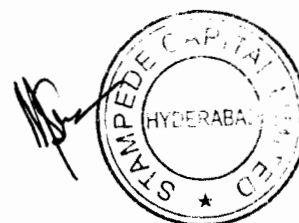
To,
The Members
STAMPEDE CAPITAL LIMITED,
Address: Royal Pavilion Apartment, H.No. 6-3-787,
Flat No. 1003, Block - A, Ameerpet, Hyderabad-500016.

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **STAMPEDE CAPITAL LIMITED** having CIN **L67120TG1995PLC020170** and having registered office at *Royal Pavilion Apartment, H.No. 6-3-787, Flat No. 1003, Block - A, Ameerpet, Hyderabad-500016* (hereinafter referred to as '**the Company**'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10 (i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on **31st March, 2020** have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

Table A

Sr. No.	Name of the Directors	Director Identification Number	Date of appointment in Company
1.	Mr. Vishnuvardhan reddy guntaka	07125475	24/01/2020
2.	Mr. Chukka siva satya srinivas	07177166	30/04/2019
3.	Mr. Satya srikanth karaturi	07733024	30/10/2019
4.	Mr. Venkata krishnayya nekkanti	07733209	08/08/2019
5.	Mrs. Chukka lakshmi	07733231	20/03/2017
6.	Mr. Sudheer vegi	08070785	14/02/2018
7.	Mr. Srinivas Maya	08679514	24/01/2020



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Ensuring the eligibility of for the appointment/ continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

**For KOTA & ASSOCIATES,
Practicing Company Secretaries**

Sd/-

KOTA SIRNIVAS

Proprietor

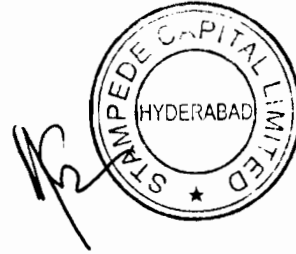
FCS No.: 10597

CP No.: 14300

Place: Hyderabad

Date: 03rd August, 2020

UDIN: F010597B000545120





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EXHIBIT - B2 (CORPORATE GOVERNANCE REPORT)
CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS
(Pursuant to Regulation 34(3) and Schedule V Para C clause (10) (i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Members
STAMPEDE CAPITAL LIMITED,
*Address: Royal Pavilion Apartment, H.No. 6-3-787,
Flat No. 1003, Block - A, Ameerpet, Hyderabad-500016.*

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **STAMPEDE CAPITAL LIMITED** having **CIN L67120TG1995PLC020170** and having registered office at *Royal Pavilion Apartment, H.No. 6-3-787, Flat No. 1003, Block - A, Ameerpet, Hyderabad-500016* (hereinafter referred to as '**the Company**'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10 (i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on **31st March, 2019** have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

Table A:

Sr. No.	Name of the Directors	Director Identification Number	Date of appointment in Company
1.	Mr. Avinash Karingam	02599266	22/07/2011
2.	Mr. Gunturu Narasimha Rao	07733090	13/10/2017
3.	Mr. Omesh Kumar Waghray	07624771	01/09/2016
4.	Mrs. Chukka lakshmi	07733231	20/03/2017
5.	Mr. Sudheer vegi	08070785	14/02/2018
6.	Mr. Dasi Emmanuel	02598270	22/07/2011



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Ensuring the eligibility of for the appointment/ continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

**For KOTA & ASSOCIATES,
Practicing Company Secretaries**

Sd/-

KOTA SIRNIVAS

Proprietor

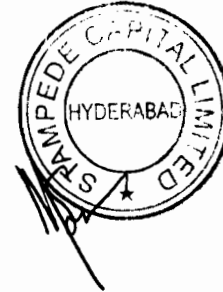
FCS No.: 10597

CP No.: 14300

Place: Hyderabad

Date: 03rd August, 2020

UDIN: F010597B000545098



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EXHIBIT - C (CORPORATE GOVERNANCE REPORT)
CODE OF CONDUCT AND CERTIFICATE ON COMPLIANCE THERE OF

This is to confirm that Company has adopted the Code of Conduct for Directors and Senior Management of the Company and is available on the website of the Company.

I hereby confirm that the Company has obtained affirmation from all the Members of the Board and the Senior Management Personnel that they have complied with the Code of Conduct for the Financial Year 2019-20.

This certificate is being given pursuant to Part D of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

For and On Behalf of the Board of Directors

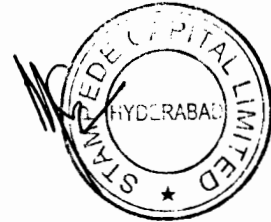
Sd/-

Mr. Jonna Venkata Tirupati Rao
Managing Director

DIN : 07125471

Place : Hyderabad

Date : 27/11/2020



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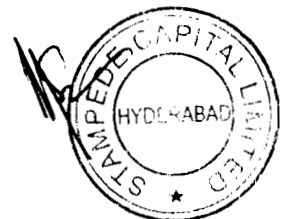
EXHIBIT - D (CORPORATE GOVERNANCE REPORT)
CEO/CFO CERTIFICATE UNDER REGULATION 17(8) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

To
The Board of Directors,
Stampede Capital Limited

- A. I have reviewed the Financial Statements and the Cash Flow Statement of **Stampede Capital Limited** for the year ended 31st March, 2020 and to the best of our knowledge and belief:
1. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 2. These statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- B. There are, to the best of my knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or violative of the company's code of conduct.
- C. I accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have take nor propose to take to rectifying these deficiencies.
- D. I have indicated to the Auditors and the Audit Committee:
1. Significant changes in internal control over financial reporting during the year;
 2. Significant changes in accounting policies made during the year and that the same have been disclosed in the notes to the financial statements; and
 3. Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting.

Sd/-
Mr. Jonna Venkata Tirupati Rao
Managing Director
DIN : 08679514
Place : Hyderabad
Date : 27/11/2020

Sd/-
Mr. Renduchintala Sri Naga Satya Venkata Jagannadha Prasad
Chief Financial Officer
Place : Hyderabad
Date : 27/11/2020



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ANNEXURE – VI TO DIRECTORS' REPORT
MANAGEMENT DISCUSSION AND ANALYSIS REPORT (MDAR).

1. GLOBAL ECONOMY:

The global economy has been buffeted by headwinds since the beginning of 2019, and all the international and regional crises were aggravated by the corona virus (COVID-19) pandemic of early 2020, which dominated the entire first half of the year. Trade tensions between the United States and China, which had eased briefly in early 2019, worsened again later in the year as both the countries imposed more tariff barriers on each other. This affected investor sentiment globally and led to lower manufacturing activity. Service sector activity, however, remained relatively stable. Monetary policy updates in major economies cushioned, to a degree, the impact of trade tensions.

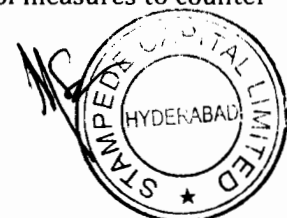
The US economy, however, remained relatively resilient. It started 2019 on a strong note, by posting a growth of 3.1%. Although the growth slowed in the subsequent quarters, full-year growth in 2019 came in at 2.3%. China saw a weakened economy as well, with its Gross Domestic Product (GDP) growth in 2019 falling to an estimated three-decade low at 6.1%. From the beginning of CY2020, the novel corona virus (COVID-19) outbreak of Wuhan City, China, started adversely affecting the world, and by early March 2020, it was officially a global health crisis. The rapid spread of COVID-19 and the resultant lockdowns across the world led to a drastic lowering of growth forecasts and rapid depreciation in Emerging Market currencies, triggering risk-off sentiment and causing sharp market falls. As the crisis deepened, economists predicted a recession in key economies in 2020 and a slow recovery in 2021. International Monetary Fund (IMF) Managing Director Kristalina Georgieva added that she expected a recession that is as bad as or worse than the 2008 global financial crisis.

COVID-19 is an evolving crisis that has already resulted approximately in tens of millions of job losses around the world and the near decimation of some sectors that are entirely reliant on human mobility. Its economic impact will depend on how efficiently countries are able to contain its spread.

2. INDIAN ECONOMY:

Amidst a weak environment for global manufacturing, trade and demand, Indian economy emerged as one of fastest growing major economy as compared to the advanced and emerging nations in Financial Year 2020. However, the mainly due to the COVID-19 impact. The deceleration was also most evident in the manufacturing and agriculture sectors, whereas Government-related services sub-sectors there was rise in Government spending, sharp slowdowns in household consumption and investment offset the same. The economy had shown signs of recovery in the third quarter of fiscal 2020 with the rise of purchasing managers index (PMI) in manufacturing hitting an eight year high of 55.3 in January 2020. However, with the onset of COVID-19 pandemic and the resultant lockdown, the revival came to impact on the economy in Financial Year 2021 will depend on future extent and the resultant outcome of the COVID-19. Weakness in income growth and a rising unemployment rate is also expected to undermine consumer sentiment.

However, the Government of India along with the RBI has undertaken a slew of measures to counter



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the impact of the lockdown, including:

- A Rs. 20 trillion stimulus package, which is almost 10% of the GDP in order to revive the economy and address the slowdown faced by various sectors.
- Reducing REPO rate and reverse REPO rate to incentivise banks to lend more.
- The Government has brought in a stimulus of Rs. 1.70 trillion through direct bank transfers and provision of more food quantities to the population most affected by the pandemic.
- Infusion of liquidity to the extent of Rs. 3.74 trillion through a combination of
 - a. Targeted TLTRO of up to 3 year tenor amounting to Rs. 1 trillion
 - b. Reduction in CRR by up to 100 bps and.
 - c. Increase in leading under MSF from 2% to 3% leading to additional liquidity under the LAF window.
 - d. The Government has brought in a stimulus of Rs. 1.70 trillion through direct bank transfers and provision of more food quantities to the population most affected by the pandemic.

3. OVERVIEW OF CAPITAL MARKETS:

The COVID-19 pandemic impact and the uncertainty surrounding the lockdown phase have kept the markets volatile in the near term. The mutual funds collections in Financial Year 2020 have held up well, however the recent correction is one of the steepest in last twelve years. Prior to the COVID-19 impact, Financial Year 2020 saw more green shoots for Indian economy with India's weight-age in global indices increasing, more FII money is coming into India, driving both secondary and primary markets. A strong budget with focus on demand stimulation and improvement in government spending and measures to tackle the COVID-19 impact and the improving liquidity amongst NBFCs is further expected to drive capital market activity in Financial Year 2021.

4. MARKET AND OUTLOOK/INDUSTRY OVERVIEW:

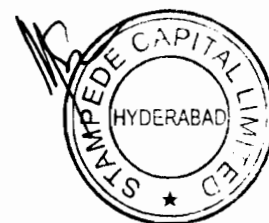
STOCK BROKING SECTOR:

The Indian brokerage sector can be classified in terms of type of brokerage service; the following chart described the market structure:

There are primarily two types of brokers in India:

- A. Fully Brokerage Services
- B. Discounted Brokerage Services

Full-service brokers: These brokers offer a wide range of services like offline and online trading, Demat accounts, investment advisory and other customised services. Further, full service broker provides research reports, relationship managers for personalised services, portfolio management services, insurance, etc.



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Discount brokers: These brokers offer services at low and fixed brokerage fees, irrespective of order and provide such services via an online platform.

Stampede is primarily a research driven Global Trading House specialized in Data Handling, Data Processing and Data Management and also specialized in the field of commodity trading across the markets.

5. MACRO-ECONOMIC AND INDUSTRY DEVELOPMENTS:

The Stock Market has been revolutionized by adopting modern technology, as the exchanges are now able to reach out to the far flung centres of the country with an efficient trading network for the benefit of retail customers. The Capital Market is most efficient when it discounts all information's in pricing of traded equity stocks. The maturity of the Stock Market has made it increasingly less risky through built-in information system made available to the participants over and above supervisory oversight.

The ongoing efforts for further broadening and deepening of the Stock Market domestically and aligning the market with global trading system is not only expanding the customer base but also attracting more resources for investments.

The Indian broking industry is one of the oldest trading industries that have been around even before the establishment of the BSE in 1875. Despite passing through a number of changes in the post liberalization period, the industry has found its way towards sustainable growth.

6. INDUSTRY STRUCTURE:

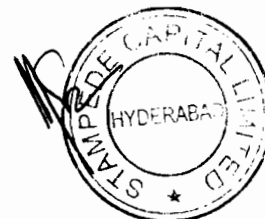
Your company is primarily engaged in Stock Broking and Port-folio Management.

7. OPPORTUNITY & THREATS:

The Company being a player (primarily engaged) in the financial market, the performance of the Company largely depends on the National and Global Capital Markets. The High volatility in the market along with higher inflation has intensified the competition. Your Company continues to achieve cost effectiveness through the application of technology. We have been fashioning our own responses to these challenges and we believe that we can turn them into opportunities, which can unlock growth for us in the future.

A. OPPORTUNITIES:

- Growing Financial Services industry's share of wallet for disposable income.
- Regulatory reforms would aid greater participation by all the class of investors.
- Leverage technology to enable best practices and process.



B. THREATS:

- Execution Risk.
- Slowdown in global liquidity flows.
- Intense competition from local and global players.
- Unfavourable economic conditions.

8. FINANCIAL PERFORMANCE AND OPERATIONAL PERFORMANCE:

The Companies growth considering the past few years' performance has satisfactory. The Company is striving further for increasing profits. The total revenue from the operations for the year ended March 31, 2020 was at Rs. 182 Lakhs as against Rs. 7737 Lakhs in the previous year.

9. CHALLENGES, RISK AND CONCERN:

The Company faces normal business challenges of market competition in its business and needs to continuously seek attractive growth opportunities. The Company adopts suitable business strategies to counter these challenges. As a part of the overall risk management strategy, the Company consistently insures its assets and generally follows a conservative financial profile by following prudent business practices.

10. RISK MANAGEMENT:

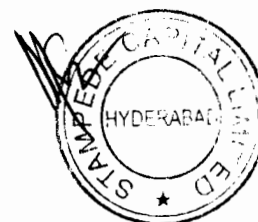
Our real-time risk management tool is built on trading platform and it is also an integral part of trade order life cycle, calibrating real time pricing data and ensures our order execution within pre-defined positioned limits. If our risk management system detects that a trading strategy in exceeding of our configure pre-defined limits, it will report the logs and creates alert management to the trading terminals. In addition, our risk management system continuously monitors our trade transactions against the order execution over the Exchanges. The objective of its risk management framework is to ensure that various risks are identified, measured and mitigated and also that policies, procedures and standards are established to address these risks and ensure a systematic response in the case of crystallisation of such risks.

A. CREDIT RISK:

- Deal with Banks, Clearing Firms, Prime of Prime.
- OTC trade on bilateral agreement.
- Covered with Insurance on trade above threshold.

B. MARKET RISK:

- Market Neutral Strategies at any Given of Time - Hedged Positions.
- Non-Directional Strategies.



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C. LIQUIDITY RISK: Trading on

- Liquidity Routing.
- Multiple Venues.

D. OPERATIONAL RISK:

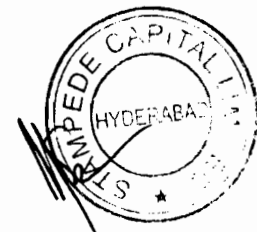
- Real time Hedged positions and exposures are monitored central monitoring of network performance of hardware, application services and venues.
- Global View of Trading Strategy Events which requires manual intervention to update cancels the existing strategies.
- Risk Team monitors all activities during the live markets.

11. HUMAN RESOURCES:

Intellectual capital is one of the key resources of the Company to ensure business sustainability and growth. The Company has an experienced and talented pool of employees who play a key role in enhancing business efficiency, devising strategies, setting-up systems and evolving business in line with its growth aspirations. The Company provides regular skill and personnel development training to enhance employee productivity.

Your company believes in investing in people to develop and expand their capability. The Company has been able to create favourable work environment that motivates performance, customer focus and innovation **STAMPEDE** strategies are based, inter alia, on processes of continuous learning and improvement.

As part of group processes, the Company follows a robust leadership potential assessment and leadership development process. These processes identify and groom leaders for the future and also enable succession planning for critical positions in the Company. Being a growth-oriented and performance driven organisation, the Company follows the principles of meritocracy and care for its employees. The Company has a strong culture of innovation and challenging the status Quo. The business leaders and employees in the Company are encouraged to think like entrepreneurs and create value for all stakeholders. The Company has embarked on several human resource initiatives to create business enablers to enhance the productivity of the organisation and its employees. The Company endeavours to provide a safe, conducive and productive work environment.



12. KEY FINANCIAL RATIOS:

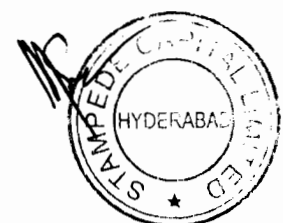
Sr. No.	Particulars of Ratio	F.Y. 31.3.2020	F.Y. 31.3.2019	Explanation for change in Ratios
1.	Debtors Turnover			NA
2.	Inventory Turnover			NA
3.	Interest Coverage Ratio			NA
4.	Debt Equity Ratio			NA
5.	Current Ratio	3.32	3.36	Not more than 25 %. Hence not applicable
6.	Operating Profit Margin (%)	-74%	-2.10	During the year, turnover of the Company was reduced to Rs. 176.67/- Lakhs in comparison to Rs. 7728.81/- Lakhs due to adverse market conditions, lack of working capital and increase in overheads.
7.	Net Profit Margin (%)	-453 %	-53%	During the year, turnover of the Company was reduced to Rs. 176.67/- Lakhs in comparison to Rs. 7728.81/- Lakhs due to adverse market conditions, lack of working capital and increase in overheads.

NA: Not Applicable

13. DETAILS PERTAINING TO NET-WORTH OF THE COMPANY:

Particulars	31.03.2020 (In Rs.)	31.03.2019 (In Rs.)	Explanation for change in Net-worth
Net-worth	3,05,60,490	11,33,41,341	During the year the Net-worth of the Company was reduced to Rs. 3,05,60,490/-. In comparison to previous year, Net-worth of the Company eroded to the extent of Rs. 8,27,80,851/- due to losses incurred by the Company during the year. The major reason for the decrease in net-worth is due to diminution in the value of investment in subsidiaries and investment in other Companies and the Company had written off to the extent of Rs. 3,56,52,100/- during the year and in previous year.

14. CAUTIONARY NOTE:





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Statements in the Management Discussion and Analysis outlining the Company's This report and other statements - written and oral - that we periodically make contain forward-looking statements that set out anticipated results based on the management's plans and assumptions. We have tried, wherever possible, to identify such statements by using words such as 'anticipate', 'estimate', 'expects', 'projects', 'intends', 'plans', 'believes' and words of similar substance in connection with any discussion of future performance. Estimates, perceptions and expectations may be forward looking statements within the meaning of applicable laws and regulations. The actual results may differ materially from those expressed herein above due to certain factors which may be beyond the control of the Company.

Important factors that could influence the Company's operations include the impact of Covid-19 Pandemic, global and domestic demand and supply, input costs, availability, changes in government regulations, tax laws, economic developments within the country and other factors

We cannot guarantee that these forward-looking statements will be realized, although we believe we have been prudent in our assumptions. Reader should keep this in mind. We undertake no obligation to publicly update any forward-looking statement, whether as a result of new information, future events or otherwise.

Place : Hyderabad

Date : November 27, 2020

For and On Behalf of the Board of Directors

Sd/-

Mr. Jonna Venkata Tirupati Rao

Managing Director

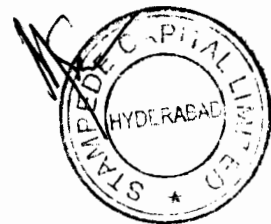
DIN: 07125471

Sd/-

Mr. Anil Thakur

Chairman

DIN: 08945434



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Independent Auditor's Report

To

**The Members of
M/s STAMPEDE CAPITAL LIMITED**

Report on the Financial Statements

We have audited the accompanying Consolidated Financial Statements of M/S STAMPEDE CAPITAL LIMITED (“the Holding Company”) and its subsidiaries (collectively referred to as “the Company” or “the group”), comprising of the Balance Sheet as at March 31, 2020, the Statement of Profit and Loss, Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Holding Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 (“the Act”) with respect to the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes 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 frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these Consolidated financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

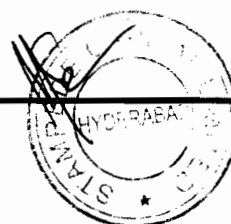
We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Holding Company's preparation of the consolidated financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Holding Company's Board of Directors, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

During the year, the Company has sold 100% of its share holding in Stampede Enterprises India Private Limited on 31 December 2019. Hence the financials of Stampede Enterprises India Private

Limited consolidated up to the date of 31 December 2019. During the year, Stampede Technologies Pte Limited, Singapore a step down subsidiary closed its operations and the Company has filed documents to strike off the Company with authorities in Singapore.



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We did not audit the financial statements of the subsidiary, Stampede Technologies Pte Limited (step-down) Singapore and Longfin Corp (LFIN), included in the consolidated financial statements year to date, whose consolidated financial statements reflect total assets of Nil, as at 31st March 2020 and total expenses of ₹ 0.30 lakhs as at 31st March, 2020. These interim financial statements and other financial information have been reviewed by other auditors whose reports have been furnished to us, and our opinion on the financial statements to the extent they have been derived from such financial statements is based solely on the report of such other auditors.

These financial statements and other financial information have been audited by other Auditors whose report has been furnished to us by the Management and our opinion on the year ended financial results, to the extent they have been derived from such financial statements is based solely on the report of such other auditors.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Company as at March 31, 2020, and its consolidated Profit and its consolidated Cash Flow for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by section 143 (3) of the Act, we report that:

- a. we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit of the aforesaid consolidated financial statements;
- b. in our opinion proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books;
- c. the Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements;
- d. in our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e. On the basis of written representations received from the directors of the Holding Company as on March 31, 2020 taken on record by the Board of Directors and the report of the statutory auditors of its subsidiary companies incorporated in India, none of the directors of the Group Companies incorporated in India is disqualified as on March 31, 2020 from being appointed as a Director of that company in terms of Section 164 (2) of the Act.
- f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Audit Report - “Annexure A”.
- g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- h. The Group Companies do not have any pending litigations which would impact its consolidated financial position.

For Navitha And Associates

Chartered Accountants

ICAI Firm Registration Number: 012026S

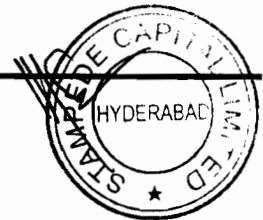
Navitha.K

Proprietor

Membership Number: 221085

Place: Hyderabad

Date: 30.06.2020



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**“Annexure A” to the Independent Auditor's Report of even date on the Consolidated Financial Statements of M/S STAMPEDE CAPITAL LIMITED
Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)**

We have audited the internal financial controls over financial reporting of M/S STAMPEDE CAPITAL LIMITED (“the Holding Company”) as of March 31, 2020 in conjunction with our audit of the consolidated financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Holding Company and its subsidiary companies, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, and both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

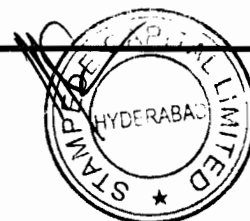
We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.



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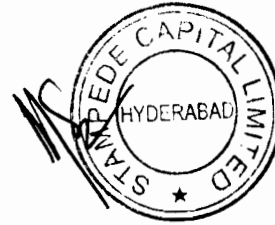
Opinion

In our opinion, the Holding Company and its subsidiary companies, which are companies incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2019, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Navitha And Associates

Chartered Accountants

ICAI Firm Registration Number: 012026S



Navitha.K

Proprietor

Membership Number: 221085

Place: Hyderabad

Date: 30.06.2020



Stampede
Where AI Meets Investment

STAMPEDE CAPITAL LIMITED

25th Annual Report 2019-20

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Stampede Capital Limited
Consolidated Balance sheet as at 31 March 2020
(All amounts in Indian rupees, except share data and where otherwise stated)

Particulars	Note No.	As at 31 March 2020	As at 31 March 2019
ASSETS			
Non-current Assets			
(a) Property, plant and equipment	2 (a)	5,529,651	48,262,226
(b) Intangible assets			
(i) Goodwill		-	-
(ii) others	2 (b)	152,603	17,658,214
(c) Financial assets			
(i) Investments		-	-
a) Investments in associates	3	-	-
b) Other investments		-	37,500,100
(ii) Loans to subsidiaries		-	-
(d) Tax assets			
(i) Deferred Tax Asset (net)		-	-
(ii) Current Tax Asset (Net)		6,507,051	11,925,804
Total Non-current Assets		12,189,305	115,346,344
Current Assets			
(a) Financial assets			
(i) Investments	7	-	6,955,948
(ii) Trade receivables	4	-	181,214,216
(ii) Cash and cash equivalents	5	7,972,507	26,342,662
(iii) Other financial assets	6	38,367,904	27,175,005
Total Current Assets		46,340,411	241,687,831
Total Assets		58,529,716	357,034,175
EQUITY AND LIABILITIES			
Equity			
(a) Equity share capital	8	286,264,000	286,264,000
(b) Other Equity	9	(255,703,510)	(181,724,350)
Total Equity		30,560,490	104,539,650
LIABILITIES			
Non-current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	10	13,118,781	23,314,466
(b) Deferred tax liabilities (Net)		-	4,978,710
Total Non-current Liabilities		13,118,781	28,293,176
Current liabilities			
(a) Financial liabilities			
(i) Trade payables	11	-	204,082,561
(ii) Other financial liabilities	12	14,850,445	19,413,019
(iii) Provisions	13	-	497,120
(iv) Current tax liabilities (Net)		-	208,649
(iv) Other current liabilities		-	-
Total Current Liabilities		14,850,445	224,201,349
Total Liabilities		27,969,226	252,494,525
Total Equity and Liabilities		58,529,716	357,034,175
Notes forming part of the financial statements			

As per our report attached
For Navitha And Associates
Chartered Accountants
Firm's registration no. 012026S

For and on behalf of the Board of Directors of
Stampede Capital Limited

Navitha.K
Proprietor
Membership No: 221085

Sudheer Vegi
Executive Director
DIN: 08070785

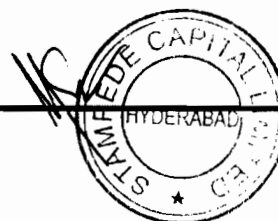
Srinivas Maya
Director
DIN: 08679514

Prathipati Parthasarthi
Chief Financial Officer

Abhishek Jain
Company Secretary
ACS: 62027

Place : Hyderabad
Dale : 30.06.2020

Place : Hyderabad
Dale : 30.06.2020



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Stampede Capital Limited
Consolidated Statement of Profit and Loss for the year ended 31 March 2020
 (All amounts in Indian rupees, except share data and where otherwise stated)

Particulars	Note No.	For the year ended 31 March 2020	For the year ended 31 March 2019
Revenue			
Revenue from Trading	14	166,913,209	1,569,853,933
Other income	15	1,329,904	54,114,246
Total Revenue		168,243,113	1,623,968,179
Expenses			
Cost of Operations	16	167,566,202	1,556,161,309
Employee benefits expense	17	10,886,582	9,411,626
Finance Cost	18	-	4,357,090
Depreciation and amortisation expense	2(a)&(b)	29,869,537	129,429,336
Other expenses	19	17,685,784	219,479,326
Total Expenses		226,008,105	1,918,838,687
Profit/(loss) before exceptional, extraordinary items and tax		(57,764,992)	(294,870,508)
Exceptional items			
Software written off		-	198,256,363
Loss on disposal of fixed assets		-	51,994,563
Foreign exchange translation reserve		(529,698)	(37,997,001)
Profit / (loss) before extraordinary items and tax		(57,235,294)	(507,124,433)
Provision for impairment in the investment of associate		-	8,991,860
Provision for impairment in the investment		37,500,100	12,500,000
Profit / (loss) before tax		(94,735,394)	(528,616,293)
Tax expense:			
- Current tax		(208,649)	(12,271)
- MAT Credit		-	-
- Deferred tax charge/(credit)		(5,699,696)	(6,974,591)
Profit / (Loss) for the year before minority interest		(88,827,049)	(521,629,431)
Share of Profit/(loss) of Associate		-	(92,597,981)
Minority Interest		-	-
Profit / (Loss) for the year		(88,827,049)	(614,227,412)
Other Comprehensive Income			
(i) Items that will not be reclassified to profit or loss		-	-
(ii) Items that may be reclassified to profit or loss		-	-
Total Other Comprehensive Income		-	-
Total comprehensive income for the period		(88,827,049)	(614,227,412)
Earnings per equity share			
Basic / Diluted		(0.31)	(2.15)
Number of shares used in computing earnings per share			
Basic / Diluted		286,264,000	286,264,000
Notes forming part of the financial statements	1 to 28		

As per our report attached
 For Navitha And Associates
 Chartered Accountants
 Firm's registration no. 012026S

For and on behalf of the Board of Directors of
For Stampede Capital Limited

Navitha.K
Proprietor
Membership No: 221085

Sudheer Vegi
 Executive Director
 DIN: 08070785

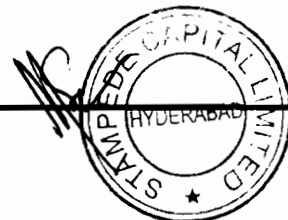
Srinivas Maya
 Director
 DIN: 08679514

Prathipati Parthasarthi
 Chief Financial Officer

Abhishek Jain
 Company Secretary
 ACS: 62027

Place : Hyderabad
 Dale : 30.06.2020

Place: Hyderabad
 Dale : 30.06.2020





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Stampede Capital Limited

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the year ended 31 March 2020

(A) Equity Share Capital

Particulars	As at 31 March 2020		As at 31 March 2019	
	No of shares	In Rupees	No of shares	In Rupees
Shares with Ordinary Voting Rights				
At the beginning of the year	229,011,200	229,011,200	229,011,200	229,011,200
Add : Changes in Equity during the year	-	-	-	-
	229,011,200	229,011,200	229,011,200	229,011,200
Shares with Differential Voting Rights (DVR)				
At the beginning of the year	57,252,800	57,252,800	57,252,800	57,252,800
Add : Changes in Equity during the year	-	-	-	-
	57,252,800	57,252,800	57,252,800	57,252,800
Total Equity Share Capital	286,264,000	286,264,000	286,264,000	286,264,000

(B) Other Equity

Particulars	Reserves & Surplus			Total
	Capital Reserve	Securities Premium Reserve	Retained Earnings	
Balance at the Beginning of the reporting period i.e 1 April 2019	-	278,525,115	(460,249,465)	(181,724,350)
Dividends	-	-	-	-
Profit for the period	-	-	(88,827,049)	(88,827,049)
Transfer on account of sale of subsidiary	-	-	14,847,889	14,847,889
Transfer to Retained Earnings	-	-	-	-
Any other change (to be specified)	-	-	-	-
Balance at the end of the reporting period i.e 31 March 2020	-	278,525,115	(534,228,625)	(255,703,510)

See accompanying notes forming part of standalone financial statements

As per our report attached
For Navitha And Associates
Chartered Accountants
Firm's registration no. 012026S

For and on behalf of the Board of Directors of
Stampede Capital Limited

Navitha.K
Proprietor
Membership No: 221085

Sudheer Vegi
Executive Director
DIN: 08070785

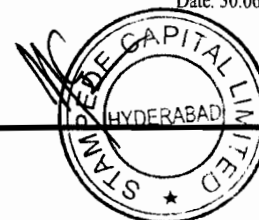
Srinivas Maya
Director
DIN: 08679514

Prathipati Parthasarathi
Chief Financial Officer

Abhishek Jain
Company Secretary
ACS: 62027

Place: Hyderabad
Date: 30.06.2020

Place: Hyderabad
Date: 30.06.2020



(201)

Stampede Capital Limited
Consolidated Cash Flow Statement for the year ended 31 March, 2020
 (All amounts in Indian rupees, except share data and where otherwise stated)

Particulars	Note No.	For the Year ended 31-Mar-20	For the Year ended 31 March, 2019
I. Cash flow from / (used in) Operating Activities:			
Net Profit/(Loss) before tax		(94,735,394)	(528,616,293)
<u>Adjustments for:</u>			
Depreciation	29,869,537		129,429,336
Unrealised foreign exchange gain	545,875		(37,997,001)
Creditors written back	-		(46,635,695)
Baddebts/advances written off	499,900		189,901,240
Disinvestment of subsidiary	14,847,889		-
Provision for impairment in investment	37,500,100		12,500,000
Share of Loss of Associate	-		92,597,981
Loss on sale of fixed assets/ amortisation of software	-		250,250,926
Provision for impairment in investment of Associate	-		8,991,860
Interest Income	(1,329,904)		(7,478,551)
Interest expense	-		4,357,090
		81,933,397	595,917,186
Operating Profit / (Loss) before Working Capital changes		(12,801,997)	67,300,893
Adjustments for working capital changes:			
(Increase) / Decrease in trade receivables	181,214,216		260,303,095
Increase/(Decrease) in trade payables	(204,082,561)		(19,707,114)
(Increase) / Decrease in Short-term loans and advances	(11,192,899)		46,309,914
Increase / (Decrease) in Other current liabilities and provisions	(5,268,344)		(10,480,869)
Foreign currency translation reserve	(116,139)		(227,330,374)
Increase/(Decrease) in Other current assets	6,955,948	(32,489,779)	43,497,586
Cash generated from / (used in) Operations		(45,291,776)	110,798,479
Less: Direct taxes paid / utilised		5,418,753	1,736,543
Net Cash flow from / (used in) Operating Activities		(39,873,023)	112,535,022
II. Cash flow from/ (used in) Investing Activities:			
Purchase/Transfer of fixed assets		30,368,649	(20,042,336)
Interest received		1,329,904	7,478,551
Net Cash flow from / (Used in) Investing Activities		31,698,553	(12,563,785)
III. Cash flow from/(used in) Financing Activities:			
Short Term Borrowings (net)		(10,195,685)	(1,053,498,256)
Interest paid		-	(4,357,090)
Net Cash flow from / (used in) Financing Activities		(10,195,685)	(1,057,855,346)
Net Increase / (Decrease) in Cash and Cash Equivalents		(18,370,155)	(957,884,109)
Cash and Cash Equivalents at the beginning of the year	8	26,342,662	984,226,771
Cash and Cash Equivalents at the end of the year	8	7,972,507	26,342,662
Notes forming part of the financial statements			

 As per our report attached
 For Navitha And Associates
 Chartered Accountants
 Firm's registration no. 012026S

 For and on behalf of the Board of Directors of
 Stampede Capital Limited

 Navitha.K
 Proprietor
 Membership No: 221085

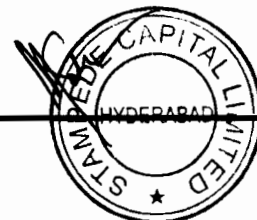
 Sudheer Vegi
 Executive Director
 DIN: 08070785

 Srinivas Maya
 Director
 DIN: 08679514

 Prathipati Parthasarathi
 Chief Financial Officer

 Abhishek Jain
 Company Secretary
 ACS: 62027

 Place : Hyderabad
 Dale : 30.06.2020

 Place: Hyderabad
 Dale : 30.06.2020


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Stampede Capital Limited
Notes to Consolidated financial statements for the year ended 31 March 2020
(All amounts in Indian rupees, except share data and where otherwise stated)

Note 1: Significant Accounting Policies

Company Overview

Stampede Capital Limited (Parent), together with its subsidiaries (collectively, the Company or the group) Stampede Enterprises India Pvt Ltd (formerly Stampede Cloud Services Private Limited), Stampede Technologies Pte. Ltd. (step-down) Singapore. During the year, the Company sold its 100% stake in Stampede Enterprises India Limited and shut down its operations of Stampede Technologies Pte Limited, Singapore and has filed with ACRA, Singapore to strike off.

Longfin Corp (LFIN), USA an associate company of Stampede Capital Ltd, in which Stampede has 37.14% stake, filed the Assignment for the benefit of Creditors, formal bankruptcy proceedings in the Court of New Jersey, USA.

a) Basis of preparation of Consolidated Financial Statements

(a) Statement of compliance

These consolidated financial statements have been prepared in accordance with the Indian Accounting Standards (referred to as "Ind AS") prescribed under Section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules as amended from time to time.

(b) Basis of preparation

These consolidated financial statements have been prepared on historical cost basis, except for certain financial instruments which are measured at fair value at the end of each reporting period, as explained in the accounting policies below. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

(c) Basis of consolidation

The Company consolidates all entities which are controlled by it. The Company establishes control when; it has power over the entity, is exposed, or has rights, to variable returns from its involvement with the entity and has the ability to affect the entity's returns by using its power over relevant activities of the entity. Entities controlled by the Company are consolidated from the date control commences until the date control ceases.

All inter-company transactions, balances and income and expenses are eliminated in full on consolidation. Changes in the Company's interests in subsidiaries that do not result in a loss of control are accounted for as equity transactions. The carrying amount of the Company's interests and the non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiaries. Any difference between the amount by which the non-controlling interests are adjusted and the fair value of the consideration paid or received is recognised directly in equity and attributed to shareholders of the Company.

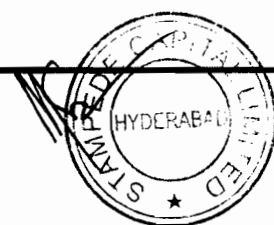
(d) Business combinations

The Group accounts for its business combinations under acquisition method of accounting. Acquisition related costs are recognised in the statement of profit and loss as incurred. The acquiree's identifiable assets, liabilities and contingent liabilities that meet the condition for recognition are recognised at their fair values at the acquisition date.

Purchase consideration paid in excess of the fair value of net assets acquired is recognised as goodwill. Where the fair value of identifiable assets and liabilities exceed the cost of acquisition, after reassessing the fair values of the net assets and contingent liabilities, the excess is recognised as capital reserve. The interest of non

controlling shareholders is initially measured either at fair value or at the non-controlling interests' proportionate share of the acquiree's identifiable net assets. The choice of measurement basis is made on an acquisition-by-acquisition basis.

Subsequent to acquisition, the carrying amount of non-controlling interests is the amount of those interests at initial recognition plus the non-controlling interests' share of subsequent changes in equity of subsidiaries. Business combinations arising from transfers of interests in entities that are under common control are accounted at historical cost. The difference between any consideration given and the aggregate historical carrying amounts of assets and liabilities of the acquired entity are recorded in shareholders' equity.



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Stampede Capital Limited
Notes to Consolidated financial statements for the year ended 31 March 2020
(All amounts in Indian rupees, except share data and where otherwise stated)

(e) Use of estimates and judgements

The preparation of consolidated financial statements in conformity with the recognition and measurement principles of Ind AS requires management to make estimates and assumptions that affect the reported balances of assets and liabilities, disclosures of contingent liabilities at the date of the consolidated financial statements and the reported amounts of income and expenses for the periods presented. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and future periods are affected. Key source of estimation of uncertainty at the date of consolidated financial statements, which may cause a material adjustment to the carrying amounts of assets and liabilities within the next financial year, is in respect of impairment of goodwill, useful lives of property, plant and equipment, valuation of deferred tax assets, provisions, contingent liabilities and fair value measurements of financial instruments have been discussed below. Key source of estimation of uncertainty in respect of revenue recognition and employee benefits have been discussed in their respective policies.

b) Current–non-current classification

All assets and liabilities are classified into current and non-current.

Assets

An asset is classified as current when it satisfies any of the following criteria:

- i. it is expected to be realised in, or is intended for sale or consumption in, the company's normal operating cycle;
- ii. it is held primarily for the purpose of being traded;
- iii. it is expected to be realised within 12 months after the reporting date; or
- iv. it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting date.

Current assets include the current portion of non-current financial assets. All other assets are classified as non-current.

Liabilities

A liability is classified as current when it satisfies any of the following criteria:

- i. it is expected to be settled in the company's normal operating cycle;
- ii. it is held primarily for the purpose of being traded;
- iii. it is due to be settled within 12 months after the reporting date; or
- iv. the company does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting date. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

Current liabilities include current portion of non-current financial liabilities. All other liabilities are classified as non-current.

c) Fixed Assets and Depreciation

Tangible asset and capital work-in-progress

Tangible assets are stated at cost, less accumulated depreciation and impairment, if any. Direct costs are capitalized until such assets are ready for use. Capital work-in-progress comprises the cost of fixed asset that are not yet ready for their intended use at the reporting date.

Intangible asset

Intangible assets are recorded at the consideration paid for acquisition of such asset under carried at cost less accumulated amortization and impairment.

Depreciation and Amortization

Depreciation on tangible and intangible assets is provided on the straight-line method over the useful lives of assets estimated by the Management. Depreciation for assets purchased / sold during a period is proportionately charged. Intangible assets are amortized over their respective individual estimated useful lives on a straight-line basis, commencing from the date the asset is available to the Company for its use. The Management estimates the useful lives for the other fixed assets as follows:



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Stampede Capital Limited
Notes to Consolidated financial statements for the year ended 31 March 2020

(All amounts in Indian rupees, except share data and where otherwise stated)

Intangible asset

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Depreciation and Amortization

Depreciation on tangible and intangible assets is provided on the straight-line method over the useful lives of assets estimated by the Management. Depreciation for assets purchased / sold during a period is proportionately charged. Intangible assets are amortized over their respective individual estimated useful lives on a straight-line basis, commencing from the date the asset is available to the Company for its use. The Management estimates the useful lives for the other fixed assets as follows:

Particulars	(No of years)		
	Stampede Capital Limited	Stampede Enterprises India Pvt Ltd	Stampede Technologies Pte Ltd
Servers and data processing equipment	6	6	4
Computers	3	3	4
Furniture and fixtures	10	10	4
Vehicles	8	8	5
Intangible assets	5	5	4

d) Investments

Investments that are readily realizable and intended to be held for not more than a year are classified as current investments. All other investments are classified as long term investments. Long Term Investments are carried at cost less diminution in value other than temporary determined separately for each individual investment. Current investments are carried at the lower of cost and fair value. The comparison of cost and fair value is done separately in respect of each category of investment.

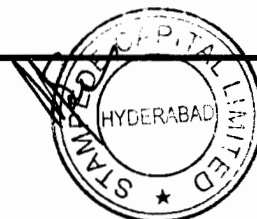
e) Taxes on Income

- i. Tax expense comprises current year income tax and deferred income tax charges or credit for the year.
- ii. Current year income tax charge will be calculated based on assessable profits of the company determined in accordance with the provisions of Income Tax Act, 1961. It will also includes, income tax charge provided if any, for such disallowances made on completion of assessment proceedings pending appeals, as considered appropriate depending on the merits of each case.
- iii. Deferred income tax charge or credit pertaining to future tax consequences attributable to timing difference between the financial statement determination of income and their recognition for tax purposes will be recognised. The effect of a change in tax rates on deferred tax assets and liabilities is recognised in income using the tax rates and tax laws that have been enacted or substantially enacted by the balance sheet date. Deferred tax assets are recognized and carried forward only to the extent that there is a reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised.

iv. Minimum Alternate Tax (MAT) Credit entitlement:

MAT Credit entitlement represents amounts paid in a year under Section 115 JA of the Income Tax Act, 1961 (IT Act), in excess of the tax payable, computed on the basis of normal provisions of the IT Act.

Such excess amount can be carried forward for set off against future tax payments for five succeeding years in accordance with the relevant provisions of the IT Act. Since such credit represents a resource controlled by the Company as a result of past events and there is evidence as at the reporting date the Company will pay normal income tax during the specified period, when such credit would be adjusted, the same has been disclosed as "MAT Credit entitlement, under "Short Term Loans and Advances" in balance sheet with a corresponding credit to the profit and loss account, as a separate line item.



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Stampede Capital Limited

Notes to Consolidated financial statements for the year ended 31 March 2020

(All amounts in Indian rupees, except share data and where otherwise stated)

Such assets are reviewed as at each balance sheet date and written down to reflect the amount that will not be available as a credit to be set off in future, based on the applicable taxation law then in force.

f) Earnings Per Share

- i. The basic earnings per share is calculated considering the weighted average number of equity shares outstanding during the year.
- ii. The diluted earnings per share is calculated considering the effects of potential equity shares on net profits after tax for the year and weighted average number of equity shares outstanding during the year.

g) Revenue Recognition

- i. Revenue from broking activities is accounted on the trade date of transaction.
- ii. Gains / loss, on investments in options and futures, both equity stock and index, being the difference between the contracted rate and the rate on the settlement or sale date, whichever is earlier is recognized in the Profit and Loss Account on settlement / sale.
- iii. Revenue from services consist primarily of revenue earned from technology services performed on a 'time and material' basis. The related revenue is recognised as and when the services are rendered and when there is no significant uncertainty in realizing the same.
- iv. *Sale of goods*
Revenue from sale of goods is recognised upon the transfer of significant risks and rewards of ownership of the goods to the customer. Revenue is not recognized to the extent where there are significant uncertainties regarding recovery of the consideration due, associated costs or the possible return of goods.
- v. Interest Income is recognized on accrual basis. Dividend income is recognized when the right to receive payment is established

h) Leases

Leases of assets under which all risks and rewards of ownership are affectively retained by lesser are classified as operating leases. Lease payments under operating leases are recognised as an expense on a straight line basis over the period of lease.

i) Provisions, Contingent Liabilities and Contingent Assets

Provisions, involving substantial degree of estimation in measurement, are recognised when there is present obligation as a result of past events and if it is probable that there will be an outflow of resources. Contingent liabilities, which are possible or present obligations that may be probably will not require outflow of resources, are not recognised but are disclosed in the notes to the financial statements. Contingent Assets are neither recognised nor disclosed in financial statements.

j) Cash and Cash equivalents

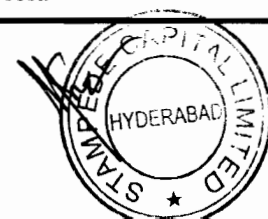
Cash and cash equivalents are short-term, highly liquid investments that are readily convertible into cash with original maturities of three months or less. Cash and cash equivalents consist principally of cash on deposits with banks.

k) Cash flow statement

Cash flows are reported using the indirect method, whereby profit or loss before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from regular revenue generating, investing and financing activities of the Company are segregated.

l) Impairment of Assets

The Company assesses at each balance sheet date whether there is any indication that any assets forming part of its cash generating units may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs to is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognized in the profit and loss account. If at the balance sheet date, there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the reassessed recoverable amount subject to a maximum of depreciated historical cost.



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Stampede Capital Limited
Notes to Consolidated financial statements for the year ended 31 March 2020

(All amounts in Indian rupees, except share data and where otherwise stated)

m) Retirement benefits

Gratuity and long term compensated absence, which are defined benefits plan, are determined by independent actuary at the balance sheet date are charged to the statement of profit and loss. All actuarial gains and losses arising during the year are recognized in the statement of profit and loss.

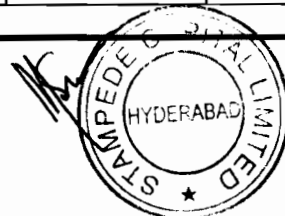
Contributions payable to the recognized provident fund which is defined contribution schemes, is charged to the statement of profit and loss.

Note No 2 (a) : Property, Plant and Equipment

Particulars	Buildings	Servers	Desktops and Laptops	Furniture and fixtures	Office equipments	Vehicles	Total
Gross carrying value :							
As at 01 April 2019	17,975,500	119,821,559	2,371,689	3,208,345	857,390	5,155,529	149,390,012
Additions	-	-	-	-	-	-	-
Transfer through sale	(17,975,500)	(50,865,359)	-	(1,802,500)	(84,108)	(3,005,529)	(73,732,996)
Disposals	-	-	-	-	-	-	-
Translation exchange difference	-	-	-	-	-	-	-
As at 31 March 2020	-	68,956,200	2,371,689	1,405,845	773,282	2,150,000	75,657,016
Accumulated Depreciation :							
As at 01 April 2019	177,670	93,939,378	2,371,689	1,778,414	733,406	2,127,229	101,127,786
Depreciation Charge for the year	176,425	17,729,986	-	135,462	58,172	469,632	18,569,677
Transfer through sale	(354,095)	(48,160,004)	(25,244)	(508,031)	(75,863)	(688,810)	(49,812,047)
Disposals	-	-	-	-	-	241,949	241,949
Translation exchange difference	-	-	-	-	-	-	-
As at 31 March 2020	-	63,509,360	2,346,445	1,405,845	715,715	2,150,000	70,127,365
Net Carrying Value :							
As at 31 March 2020	-	5,446,840	25,244	-	57,567	-	5,529,651
Previous Year	17,797,830	25,882,181	-	1,429,931	123,984	3,028,300	48,262,226

Note No 2 (b) : Goodwill and Other Intangible Assets

Particulars	Computer software	Goodwill	Copy rights	Total
Gross carrying value :				
As at 01 April 2019	86,747,777	100,541,210	141,900	187,430,887
Additions	-	-	-	-
Transfer through sale	(63,427,530)	-	-	(63,427,530)
Disposals	-	-	-	-
Translation exchange difference	-	-	-	-
As at 31 March 2020	23,320,247	100,541,210	141,900	124,003,357
Accumulated Depreciation :				
As at 01 April 2019	69,089,563	100,541,210	141,900	169,772,673
Depreciation Charge for the year	11,299,860	-	-	11,299,860
Transfer through sale	(57,221,779)	-	-	(57,221,779)
Disposals	-	-	-	-
Translation exchange difference	-	-	-	-
As at 31 March 2020	23,167,644	100,541,210	141,900	123,850,754
Net Carrying Value :				
As at 31 March 2020	152,603	-	-	152,603
Previous Year	17,658,214	-	-	17,658,214



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Stampede Capital Limited
Notes to Consolidated financial statements for the year ended 31 March 2020

(All amounts in Indian rupees, except share data and where otherwise stated)

Note No 3 : Investments

Particulars	As at 31 March 2020	As at 31 March 2019
(A) Investment in Associates		
- Investment in Longfin Corp, USA (27,500,000 Class A Common stock of \$ 0.00001 each, in NASDAQ quoted stock, Market Price as on 31 March 2018 Rs 309,170.40 lakhs (Market price \$17.26 Per share)	8,991,860	101,589,842
Less : Share of loss for the year	-	(92,597,982)
Less : Provision for diminution in value of investment	(8,991,860)	(8,991,860)
	-	-
(B) Investment in Others		
- Investment in Hero Wiretext Pvt Ltd 1,66,667 shares @ `100/- each at premium of `200 each (Previous year `50,000,100)	50,000,100	50,000,100
Less : Provision for diminution in value of investment	(50,000,100)	(12,500,000)
	-	37,500,100
	-	37,500,100

Current Assets
Note No 4 : Trade receivables

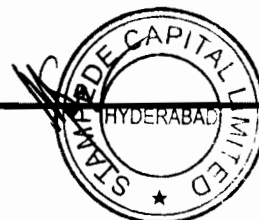
Particulars	As at 31 March 2020	As at 31 March 2019
- Outstanding for more than six months	-	181,214,216
- Others	-	-
	-	181,214,216

Note No 5 : Cash and cash equivalents

Particulars	As at 31 March 2020	As at 31 March 2019
Cash on hand	904	121,218
Balance with banks		
- in current accounts	746,603	17,946,444
Other Bank balances		
- Bank deposits with less than 12 months maturity	7,225,000	8,275,000
	7,972,507	26,342,662

Note No 6 : Other financial assets

Particulars	As at 31 March 2020	As at 31 March 2019
Unsecured, considered good:		
Loans and advances	20,159,929	8,859,900
Rent receivable	-	27,000
Prepaid expenses	-	164,965
TDS Receivable	639,404	1,818,377
Service tax receivable	-	1,766,585
Security deposits	12,828,269	12,325,818
GST, net	4,740,302	2,212,360
	38,367,904	27,175,005



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Stampede Capital Limited

Notes to financial statements for the year ended 31 March 2020

(All amounts in Indian rupees, except share data and where otherwise stated)

Note No 7 : Investments

Particulars	Type	As at 31 Mar 2020			As at 31 March 2019		
		Number of Units	Cost per unit	Amount in `	Number of Units	Cost per unit	Amount in `
HDFC Bank	Equity shares	-	-	-	942	1,442.55	1,358,882
Goldman Sachs Mutual Fund (CPSE)	Mutual Funds	-	-	-	17,861	27.12	484,390
Reliance ETF Liquid Bees	Liquid bees	-	-	-	5,083	1,000.00	5,083,000
NTPC	Equity shares	-	-	-	15	135.95	2,039
Steel Authority Of India Limited (SAIL)	Equity shares	-	-	-	487	56.75	27,637
Total current investments				-			6,955,948
Aggregate amount of market value		-	-	-	-	-	1,700,969



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Stampede Capital Limited
 Notes to Consolidated financial statements for the year ended 31 March 2020
 (All amounts in Indian rupees, except share data and where otherwise stated)

Note No 8 : Share Capital

Particulars	As at 31 March 2020	As at 31 March 2019
Authorised:		
Equity shares		
34,00,00,000 equity shares of ₹ 1/- each (Previous year 34,00,00,000 shares of ₹ 1/- each)	340,000,000	340,000,000
	340,000,000	340,000,000
Issued, subscribed and paid-up:		
Equity shares		
22,90,11,200 equity shares of ₹ 1/- each, (previous year: 22,90,11,200 shares of ₹ 1/- each)	229,011,200	229,011,200
5,72,52,800 differential voting right shares of ₹ 1/- each (previous year: ₹ 572,52,800)	57,252,800	57,252,800
	286,264,000	286,264,000

The reconciliation of the number of equity shares outstanding is set out below:

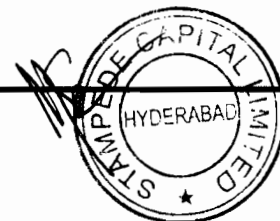
Particulars	As at 31 March 2020		As at 31 March 2019	
	Number of shares	Amount	Number of shares	Amount
Shares outstanding at the beginning of the year	229,011,200	229,011,200	229,011,200	229,011,200
Shares Issued during the year	-	-	-	-
Bonus Shares	-	-	-	-
Shares outstanding at the end of the year	229,011,200	229,011,200	229,011,200	229,011,200

The reconciliation of the number of DVR equity shares outstanding is set out below:

Particulars	As at 31 March 2020		As at 31 March 2019	
	Number of shares	Amount	Number of shares	Amount
Shares outstanding at the beginning of the year	57,252,800	57,252,800	57,252,800	57,252,800
Shares Issued during the year	-	-	-	-
Bonus Shares	-	-	-	-
Shares outstanding at the end of the year	57,252,800	57,252,800	57,252,800	57,252,800

Note No 9 : Other Equity

Particulars	As at 31 March 2020	As at 31 March 2019
Securities Premium Account		
Balance at the beginning of the year	278,525,115	278,525,115
Add: Additions during the year	-	-
Less : Issued Bonus shares *	-	-
Balance at the end of the year	278,525,115	278,525,115
Balance in the statement of profit and loss account		
Balance at the beginning of the year	(460,249,465)	153,977,947
Add : Transfer on account of sale of subsidiary	14,847,889	-
Add Share of profit of Associate	-	(92,597,981)
Add: Profit / (loss) for the year	(88,827,049)	(521,629,431)
Balance at the end of the year	(534,228,625)	(460,249,465)
Foreign currency translation reserve		
Balance at the beginning of the year	-	(9,886,509)
Less: Transferred on account of dilution of investment in subsidiary	-	-
Add/Less: Translation of foreign subsidiaries with non-integral operations	529,698	47,883,510
Balance at the end of the year	529,698	37,997,001
Less Charged to profit and loss account	(529,698)	37,997,001
	(255,703,510)	(181,724,350)



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Stampede Capital Limited
Notes to Consolidated financial statements for the year ended 31 March 2020

(All amounts in Indian rupees, except share data and where otherwise stated)

Note No 10 : Borrowings

Particulars	As at 31 March 2020	As at 31 March 2019
Secured Loans		
Secured Loan SBM	-	1,371,830
(Unsecured loan taken)		
Usha Rani Meenavalli	13,118,781	21,942,636
	13,118,781	23,314,466

Note No 11 : Trade payables

Particulars	As at 31 March 2020	As at 31 March 2019
Trade payables		
- Amounts due to Micro, Small and Medium Enterprises	-	-
- Others	-	204,082,561
	-	204,082,561

Note No 12 : Other financial liabilities

Particulars	As at 31 March 2020	As at 31 March 2019
Salaries payable	19,901	1,120,849
Margin money	689,359	13,337,223
Other current liabilities	13,858,505	3,754,078
Provision for expenses	120,638	889,711
TDS Payables	162,042	311,158
	14,850,445	19,413,019

Note No 13 : Provisions

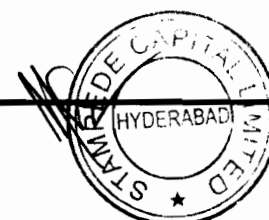
Particulars	As at 31 March 2020	As at 31 March 2019
Provision for Gratuity	-	452,877
Provision for Leave Encashment	-	44,243
	-	497,120

Note No 14 : Revenue

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
- Brokerage Revenue	140,012	223,982
- Revenue from Trading	166,773,197	1,569,629,951
	166,913,209	1,569,853,933

Note No 15 : Other Income

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Interest Income	1,329,904	7,478,551
Creditors written back	-	46,635,695
	1,329,904	54,114,246



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Note No 16 : Cost of Operations

Particulars	For the year ended 31	For the year ended 31
	March 2020	March 2019
Trading Expenses	167,566,202	1,555,527,890
Colocation Expenses	-	633,419
	167,566,202	1,556,161,309

Note No 17 : Employee benefits expense

Particulars	For the year ended 31	For the year ended 31
	March 2020	March 2019
Salaries and allowances	9,739,855	8,379,908
Contribution to provident fund and esic	620,537	479,186
Staff welfare expenses	526,190	797,396
Gratuity and leave encashment	-	(244,864)
	10,886,582	9,411,626

Note No 18 : Finance Cost

Particulars	For the year ended 31	For the year ended 31
	March 2020	March 2019
Interest expense	-	4,357,090
	-	4,357,090

Note No 19 : Other expenses

Particulars	For the year ended 31	For the year ended 31
	March 2020	March 2019
Traveling and conveyance	1,715,793	5,723,122
Vehicle Maintenance	391,540	384,366
Rates and taxes	50,000	-
Legal and professional charges	3,314,649	2,376,583
Rent	5,016,714	3,455,786
Auditors' Remuneration		
- Audit Fee	222,500	707,078
- Tax Audit Fee	80,000	105,000
Communication expenses	337,236	249,035
Software maintenance	50,684	56,500
Bank Charges	16,014	255,203
LC Processing charges	-	5,000
Electricity Charges and Maintenance	660,070	928,889
Printing and stationery	72,609	42,713
Subscription charges	3,644	21,200
Miscellaneous Expenses	3,441,560	1,709,662
Foreign exchange loss	545,875	11,631,318
Advances written off	499,900	33,821,952
Baddebts written off	-	156,079,289
Office Maintenance	1,266,996	1,926,630
	17,685,784	219,479,326



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Stampede Capital Limited
Notes to Consolidated financial statements for the year ended 31 March 2019

(All amounts in Indian rupees, except share data and where otherwise stated)

Note 20 Segment Information

The company operates in only one business segment i.e. securities and currencies broking and trading through recognized stock exchanges in India.

Note 21 Tax Expense

Deferred tax is provided on timing differences at the balance sheet date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

In view of carry forward of losses under tax laws in the current period, the Company is unable to demonstrate virtual certainty as required by the Explanation in Ind AS 12 'Accounting for taxes on income'. Accordingly, no deferred tax asset has been recognized as at the year-end as there is no virtual certainty supported by convincing evidence that sufficient future taxable income will be available against which such deferred tax asset can be realized.

Note 22 Leases

The company has operating lease for office premise, which is renewable on periodical basis and cancelable at its option. Lease expenses on such operating lease recognised in the Profit and Loss account on a straight line basis over the lease term.

The future minimum lease payments are as given below:

Particulars	For the year ended	For the year ended
	31 March 2020	31 March 2019
Not later than one year	10,000	1,980,000
Later than one year and not later than five years	Nil	2,040,000
Later than five years	Nil	Nil

Note 23 Auditors Remuneration

Particulars	As at	As at
	31 March 2020	31 March 2019
Statutory audit fees	222,500	707,078
Other services	80,000	105,000
Out of pocket expenses	-	4,779
Total	302,500	816,857

Note 24 Amounts payable to Micro, Small and Medium enterprises

Disclosure under Section 22 of the Micro, Small and Medium enterprises Development Act, 2006 (MSMED)

Based on the information available with the Company, no creditors have been identified as "supplier" within the meaning of "Micro, Small and Medium Enterprises Development (MSMED) Act, 2006".

Note 25 Related Party Disclosures
A. List of related parties

i) Subsidiaries

- Stampede Enterprises India Private Limited (wholly owned) (formerly Stampede Cloud Services Private Limited)
* on 31 December 2019, Stampede Capital Limited has sold 100% of its holding in Stampede Enterprises India Pvt Ltd

- Stampede Technologies Pte. Limited (step down) **

**Discontinued operations and filed a petition with ACRA, Singapore to struck off the company from its registry

ii) Entities in which directors are interested

- Proseed India Limited (formerly Green Fire Agri Commodities Ltd)
- Kling Enterprises Limited (formerly Kling Holdings Ltd.)
- SpaceNet Enterprises India Limited (formerly Northgate Comtech Ltd)

iii) Key Managerial Personnel

- Mr. Srinivas Maya, Director
- Mr. P.Parthasarathi, Director & CFO
- Mr. Dasi Emmanuel, Executive Director
- Mr. Sudheer Vegi, Executive Director

iv) Persons having Substantial Interest in Voting Power

Mrs. M. Usha Rani

B. Non Executive Directors and Independent Directors on the Board of the Company

Name of the personnel	Relationship
Mr. K. Avinash	Non Executive Independent Director
Mrs. Chukka Lakshmi	Non Executive Independent Women Director
Mr. Omesh Kumar Waghray	Non Executive Independent Director
Mr. Shiva Satya Srinivas Chukka	Non Executive Independent Director (from 30.04.2019)





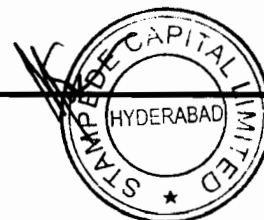
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C. Details of transactions with Related Parties

Name of the Related party	Nature of the Transactions	2019-20		2018-19	
		Amount	Balance outstanding as on	Amount	Balance outstanding as on
Stampede Enterprises India Private Limited	Investment in WOS	-	-	-	-
	Unsecured Loan Given(net)	3,446,491	9,055,929	72,114,636	12,502,420
	<u>Client Transactions:</u>				
	Margin Money Received	4,455,000	-	7,785,000	1,443,638
	Margin Money Returned	5,898,638	-	6,341,362	-
	Brokerage / Commission earned	203	-	34,471	-
Stampede Technologies Pte. Ltd.	Share Application Money paid	-	-	-	-
	Allotment of Share Capital	-	-	10,547,275	110,532,079
Stampede Tradex Pte. Ltd.	Sale of Commodity	-	-	-	-
	Purchase of Commodity	-	-	153,139,722	-
	Advance	-	-	-	-
Meridian Enterprises Pte Limited	Rent Expenses	-	-	1,389,354	-
	Sale of Commodity	-	-	183,985,635	2,771,542
	Advance received	-	-	5,862,285	-
Longcom India Private Limited	Advance Given(net)	-	-	8,550,000	8,150,000
	Unsecured Loan paid	8,150,000	-	-	-
	<u>Client Transactions:</u>				
	Margin Money Received	-	-	5,369,212	-
	Margin Money Returned	-	-	5,369,212	-
	Brokerage / Commission earned	-	-	13,280	-
Kling Enterprises India Limited	<u>Client Transactions:</u>				
	Margin Money Received	-	-	500,000	-
	Margin Money Returned	-	-	500,000	-
	Brokerage / Commission earned	-	-	83	-
	Advance given	-	-	49,620,000	-
Usha Rani Meenavalli	<u>Client Transactions:</u>				
	Margin Money Received	59,731,325	-	41,400,000	19,146,790
	Margin Money Returned	78,878,115	-	22,253,210	-
	Brokerage / Commission earned	78,365	-	57,326	-
	<u>Other Transactions:</u>				
	Unsecured Loan Received	32,476,513	8,539,824	143,076,900	21,942,636
	Unsecured Loan Returned	23,936,689	-	121,134,264	-
	Rent Paid	2,850,000	-	1,501,200	-
Emmanuel Dasi	Managerial Remuneration	913,000	-	594,000	-
Sudheer Vegi	Managerial Remuneration	193,548	-	-	-
Prathipati Parthasarathi	Managerial Remuneration	-	-	102,600	-

Note 26 Earnings Per Share

Particulars	As at	
	31 March 2019	31 March 2018
Profit / (Loss) after tax	(88,827,049)	(614,227,412)
Profit / (Loss) after tax (excluding extraordinary items)	(88,827,049)	(614,227,412)
Weighted average number of Equity shares outstanding during the year	286,264,000	286,264,000
Nominal value of Equity share	1.00	1.00
Earnings / (Loss) per share	(0.31)	(2.15)
Earnings / (Loss) per share (excluding extraordinary items)	(0.31)	(2.15)





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Note 27

COVID-19 has been declared as a global pandemic, the Indian Govt. has declared the complete lock down since March 24, 2020 and the same is continuing with minor exemptions and essential services were allowed to operate with limited capacity. Capital markets and banking services have been declared as essential services and accordingly, the company has been continuing the operations with minimal permitted staff. However other employees were encouraged to work from home. All operations and servicing of clients were smoothly ensured without any interruptions as the activities of trading settlement, DP, Stock Exchanges and depositories functions have been fully automated and seamless processes. Based on the facts and circumstances, the Company has been operating in the normal course and there have been no adverse impacts on the assets, liquidity, revenues or operational parameters during the quarter and year ended as on March 31, 2020. The company is closely monitoring any material changes on a continuous basis.

Note 28

Previous year figures have been regrouped / reclassified wherever necessary to confirm to the current year classification.

As per our report attached
For Navitha And Associates
Chartered Accountants
Firm's registration no. 012026S

For and on behalf of the Board of Directors of
Stampede Capital Limited

Navitha.K
Proprietor
Membership No: 221085

Sudheer Végi
Executive Director
DIN: 08070785

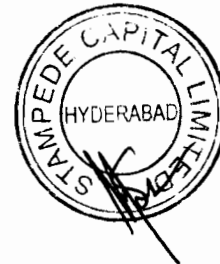
Srinivas Maya
Director
DIN: 08679514

Prathipati Parthasarthi
Chief Financial Officer

Abhishek Jain
Company Secretary
ACS: 62027

Place: Hyderabad
Date : 30.06.2020

Place: Hyderabad
Date : 30.06.2020



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**To The Members of
Stampede Capital Limited****Opinion**

We have audited the standalone Ind AS financial statements of Stampede Capital Limited ("the Company"), which comprise the Balance Sheet as at 31st March 2020, the Statement of Profit and Loss, Statement of Changes in Equity and Statement of Cash Flows for the year then ended and a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 (the "Act" in the manner so required and give a true and fair view in conformity with Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2020, loss, total comprehensive income, changes in equity and cash flows for the year ended on that date.

Basis for Opinion

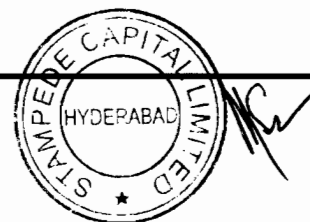
We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing (Sas) specified under section 143 (10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the financial statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") to get the with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Information Other than the Financial Statements and Audit Report Thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management and Discussion Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not



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include the financial statements and our auditor's report there on.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion there on.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed on the other information obtained prior to the date of this auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

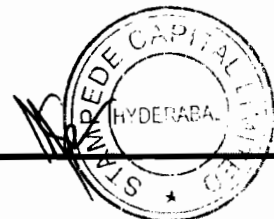
The Company's Board of Directors is responsible for the matters stated in section 134 (5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safe guarding of the assets of the Company and for preventing and detecting frauds and other irregularities, selection and application of appropriate accounting policies, making judgments and estimates that are reasonable and prudent and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Audit Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.



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but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgement and maintain professional skepticism throughout the audit. We also:

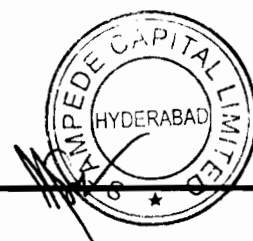
Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143 (3) (I) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Company to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence,



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and where applicable, related safe guards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are there fore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

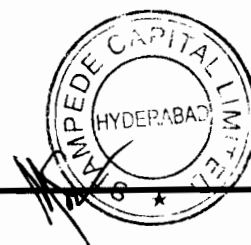
OtherMatters

The comparative financial information of the Company for the year ended 31stMarch, 2019 included in these standalone Ind AS financial statements, are based on the previously issued statutory financial statements prepared in accordance with Companies (Accounting Standards) Rules, 2016 audited by us on which we had expressed an unmodified opinion vide our Audit Reports dated April 30, 2019, as adjusted for the differences in accounting principles adopted by the company on transition to the Ind AS, which have been audited by us.

Our opinion is not modified in respect of this matter.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the financial statements.
 - b) In our opinion, proper books of account as required by law have been kept by the Companys of are as it appears from our examination of those books
 - c) The Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of changes in Equity and the Statement of Cash Flows deal with by this Report are in agreement with the books of account maintained for the purpose or preparation of the financial statements.
 - d) In our opinion, the a fore said financial statements comply with the Ind AS specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules,2014.
 - e) On the basis of the written representations received from the directors as on 31stMarch, 2020 take non record by the Board of Directors, none of the directors is disqualified as on 31st March, 2020 from being appointed as a director in terms of Section 164 (2) of the Act.



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disqualified as on 31st March, 2020 from being appointed as a director in terms of Section 164 (2) of the Act.

- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its managing director during the year is in accordance with the provisions of section 197 of the Act.

- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, In our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements— Refer Note No 17 of the financial statements
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company

For Navitha And Associates
Chartered Accountants

ICAI Firm Registration Number: 012026S

Navitha.K

Proprietor

Membership Number: 221085

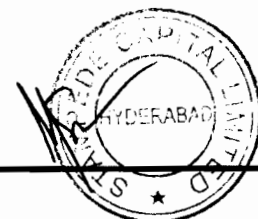
Place :Hyderabad

Date :30.06.2020

Annexure A to Audit Report

ANNEXURE REFERRED TO IN OUR REPORT OF EVEN DATE TO THE MEMBERS OF STAMPEDE CAPITAL LIMITED ON THE ACCOUNTS FOR THE YEAR ENDED 31st MARCH 2020

- (i) (a) The company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) As explained to us, the Company has a phased programme of verification of fixed assets once in 2 years which in our opinion is reasonable considering the size of the Company and nature of its fixed assets.

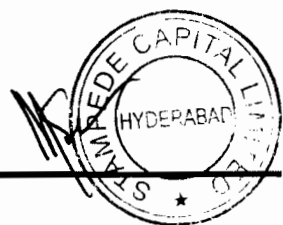


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- (c) The Company does not have any immovable property. Therefore, paragraph 3 (I) © of the Order is not applicable to the Company.
- (ii) The Company is not carrying on any trading or manufacturing activity. Therefore, Paragraph 3 (ii) of the Order is not applicable to the Company.
- (iii) The Company has not granted loans covered in the register maintained under Section 189 of the Companies Act, 2013
- (iv) According to the information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Act with respect to the loans, investments, guarantees and securities made as applicable.
- (v) The Company has not accepted any deposits from the public, within the meaning of Section 73 to 76 or any other relevant provisions of the Act and Rules framed there under. We are informed that no order has been passed by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any court or other tribunal.
- (vi) According to the information and explanations given to us, in respect of the class of industry the company falls under, the Central Government has not prescribed the maintenance of cost records under Section 148(1) of the Act. Therefore, paragraph 3 (vi) of the Order is not applicable to the Company.
- (vii) (a) According to the information and explanations given to us the Company is generally regular in depositing undisputed statutory dues including provident fund, employees state insurance, income tax , service tax, sales tax, value added tax, goods and services tax, cess and other statutory dues as applicable to the Company with the appropriate authorities. Further as explained, there are no undisputed statutory dues outstanding for more than six months as at 31st March 2019 from the date they became payable;
- (b) According to the information and explanations given thousand records of the Company examined by us, there are no dues of Income Tax, Wealth Tax, Sales Tax, Service Tax, Value Added Tax, Goods and Services Tax, Excise Duty, Customs Duty and Cess which have not been deposited on account of any dispute except as stated below

Name of the Statute	Nature of dues	Period to which the amount relates	Amount in lakhs	Forum where the dispute is pending
Income Tax Act, 1961	Income Tax	AY 2017-18	₹ 49.28	Commissioner of Income Tax, Appeals

- (viii) According to the information and explanation given to us, the company has not defaulted in repayment of loans to banks. The Company has not taken any loans or borrowings from Government or financial institutions and did not have any dues to debenture holders during theyear.



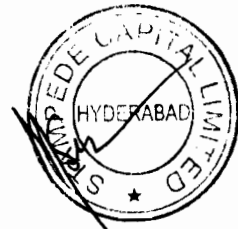
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- (ix) According to the information and explanations given to us, the Company has not raised moneys by way of rights issue during the year. We are informed that the Company has not raised any monies by way of initial public offer or further public or term loans during the year.
- (x) According to the information and explanations given to us, and based on the audit procedures performed and the representations obtained from the management, we report that no fraud by the company or on the Company by its officers or employees, having a material misstatement on the financial statements has been noticed or reported during the period under audit.
- (xi) According to the information and explanations given to us and based on verification of records, the managerial remuneration has been paid in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V of the Companies Act, 2013.
- (xii) In our Opinion and according to the information and explanations given to us, the Company is not a Nidhi Company and hence clause (xii) of the order is not applicable to the Company.
- (xiii) According to the information and explanation given to us and based on verification of the records and approvals of the Audit Committee, all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc., as required by the applicable accounting standards.
- (xiv) According to the information and explanations given to us, the company has not entered into any non-cash transactions with directors or persons connected with him. Therefore, paragraph 3(xv) of the Order is not applicable to the Company.
- (xv) According to the information and explanations given to us, the company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.

For Navitha And Associates
Chartered Accountants
ICAI Firm Registration Number: 012026S

Navitha.K
Proprietor
Membership Number: 221085

Place :Hyderabad
Date :30.06.2020 :



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Annexure B to Audit Report

ANNEXURE REFERRED TO IN OUR REPORT OF EVEN DATE TO THE MEMBERS OF STAMPEDE CAPITAL LIMITED ON THE STANDLONE ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 2020

Report on the Internal Financial Controls under Clause (I) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial control over financial reporting of Stampede Capital Limited ("the Company") as of March 31st, 2020 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India.

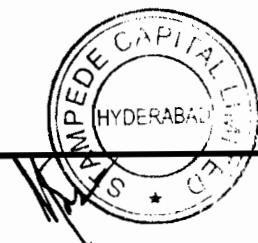
These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Audit's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.



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Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company. 2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company, and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

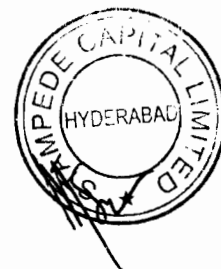
Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2020 based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Navitha And Associates
Chartered Accountants
ICAI Firm Registration Number: 012026S

Navitha.K
Proprietor
Membership Number: 221085

Place :Hyderabad
Date :30.06.2020



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Stampede Capital Limited
Balance sheet as at 31 March 2020
 (All amounts in Indian rupees, except share data and where otherwise stated)

Particulars	Note No.	As at 31 March 2020	As at 31 March 2019
ASSETS			
Non-current Assets			
(a) Property, plant and equipment	4 (a)	5,529,651	17,473,504
(b) Intangible assets			
(i) Goodwill		-	-
(ii) others	4 (b)	152,603	5,057,577
(c) Financial assets			
Investments	5		
a) Investments in associates		-	-
b) Investments in subsidiaries		-	-
a) Other investments		-	37,500,100
(d) Tax assets			
Current Tax Asset (Net)		6,507,051	6,507,051
Total Non-current Assets		12,189,305	66,538,232
Current Assets			
(a) Financial assets			
(i) Investments	8	-	6,955,948
(ii) Cash and cash equivalents	6	7,972,507	21,932,126
(iii) Other financial assets	7	38,367,904	37,668,718
Total Current Assets		46,340,411	66,556,792
Total Assets		58,529,716	133,095,024
EQUITY AND LIABILITIES			
Equity			
(a) Equity share capital	9 (a)	286,264,000	286,264,000
(b) Other Equity	9 (b)	(255,703,510)	(172,922,659)
Total Equity		30,560,490	113,341,341
LIABILITIES			
Non-current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	10	13,118,781	-
Total Non-current Liabilities		13,118,781	-
Current liabilities			
(a) Financial liabilities			
(i) Other financial liabilities	11	14,850,445	19,047,914
(ii) Provisions	12	-	705,769
Total Current Liabilities		14,850,445	19,753,683
Total Liabilities		27,969,226	19,753,683
Total Equity and Liabilities		58,529,716	133,095,024
Notes forming part of the financial statements	1 to 28		

As per our report attached
For Navitha And Associates
Chartered Accountants
 Firm's registration no. 012026S

For and on behalf of the Board of Directors of
Stampede Capital Limited

Navitha.K
 Proprietor
 Membership No: 221085

Sudheer Vegi
 Executive Director
 DIN: 08070785

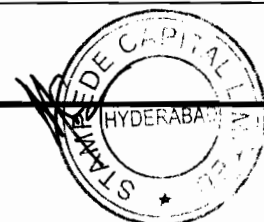
Srinivas Maya
 Director
 DIN: 08679514

Prathipati Parthasarthi
 Chief Financial Officer

Abhishek Jain
 Company Secretary
 ACS: 62027

Place: Hyderabad
 Date: 30.06.2020

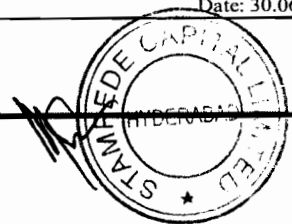
Place: Hyderabad
 Date: 30.06.2020



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Stampede Capital Limited
Statement of Profit and Loss for the year ended 31 March 2020
(All amounts in Indian rupees, except share data and where otherwise stated)

Particulars	Note No.	For the year ended 31 March 2020	For the year ended 31 March 2019
Revenue			
Revenue from Trading	13	17,667,148	772,880,843
Other income	14	587,231	873,288
Total Revenue		18,254,379	773,754,131
Expenses			
Cost of operations	15	20,524,021	778,930,667
Employee benefits expense	16	10,826,170	9,415,895
Finance Cost	4(a) &	-	(783,916)
Depreciation and amortisation expense	4(b)	16,606,878	16,701,019
Other expenses	17	15,786,710	49,745,134
Total Expenses		63,743,779	854,008,799
Profit before extraordinary items and tax		(45,489,400)	(80,254,668)
Provision for diminution in the value of investment in associate		-	256,421,009
Provision for diminution in the value of investment in wholly owned subsidiary		-	50,099,990
Provision for diminution in the value of investments		37,500,100	12,500,000
Profit before tax		(82,989,500)	(399,275,667)
Tax expense:			
- Current tax		(208,649)	-
- MAT credit		-	-
- Deferred tax charge/(credit)		-	10,405,934
Profit for the period		(82,780,851)	(409,681,601)
Other Comprehensive Income			
(A) Items that will not be reclassified to profit or loss		-	-
(B) Items that may be reclassified to profit or loss		-	-
Total other comprehensive income ((A) + (B))		-	-
Total comprehensive income for the period		(82,780,851)	(409,681,601)
Earnings per equity share			
Basic / Diluted	25	(0.289)	(1.431)
Number of shares used in computing earnings per share			
Basic /Diluted		286,264,000	286,264,000
Notes forming part of the financial statements	1 to 28		
As per our report attached For Navitha And Associates Chartered Accountants Firm's registration no. 012026S		For and on behalf of the Board of Directors of Stampede Capital Limited	
Navitha.K Proprietor Membership No: 221085	Sudheer Vegi Executive Director DIN: 08070785	Srinivas Maya Director DIN: 08679514	
	Prathipati Parthasarathi Chief Financial Officer	Abhishek Jain Company Secretary ACS: 62027	
Place: Hyderabad Date: 30.06.2020		Place: Hyderabad Date: 30.06.2020	



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Stampede Capital Limited
Standalone Statement of changes in Equity
 For the year ended 31 March 2020

(A) Equity Share Capital

Particulars	As at 31 March 2020		As at 31 March 2019	
	No of shares	In Rupees	No of shares	In Rupees
Shares with Ordinary Voting Rights				
At the beginning of the year	229,011,200	229,011,200	229,011,200	229,011,200
Add : Changes in Equity during the year	-	-	-	-
	229,011,200	229,011,200	229,011,200	229,011,200
Shares with Differential Voting Rights (DVR)				
At the beginning of the year	57,252,800	57,252,800	57,252,800	57,252,800
Add : Changes in Equity during the year	-	-	-	-
	57,252,800	57,252,800	57,252,800	57,252,800
Total Equity Share Capital	286,264,000	286,264,000	286,264,000	286,264,000

(B) Other Equity

Particulars	Reserves & Surplus			Total
	Capital Reserve	Reserve	Retained Earnings	
Balance at the Beginning of the reporting period i.e 1 April 2019	-	278,525,115	(451,447,774)	(172,922,659)
Dividends	-	-	-	-
Profit for the period	-	-	(82,780,851)	(82,780,851)
Transfer to Retained Earnings	-	-	-	-
Any other change (to be specified)	-	-	-	-
Balance at the end of the reporting period i.e 31 March 2020	-	278,525,115	(534,228,625)	(255,703,510)

financial statements

As per our report attached
 For Navitha And Associates
 Chartered Accountants
 Firm's registration no. 012026S

of Directors of
Stampede Capital Limited

Navitha.K
 Proprietor
 Membership No: 221085

Sudheer Vegi
 Executive Director
 DIN: 08070785

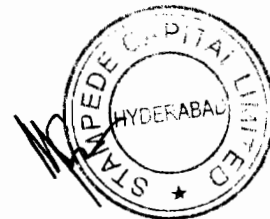
Srinivas Maya
 Director
 DIN: 08679514

Prathipati Parthasarthi
 Chief Financial Officer

Abhishek Jain
 Company Secretary
 ACS: 62027

Place: Hyderabad
 Date: 30.06.2020

Place: Hyderabad
 Date: 30.06.2020





Stampede
Where AI Meets Investment

STAMPEDE CAPITAL LIMITED

25th Annual Report 2019-20

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Stampede Capital Limited

Cash Flow Statement for the year ended 31 March 2020

(All amounts in Indian rupees, except share data and where otherwise stated)

Particulars	Note No.	For Year ended 31 March 2020	For Year ended 31 March 2019
A. Cash flow from / (used in) Operating Activities:			
Net Profit/(Loss) before tax		(82,989,500)	(399,275,667)
<i>Adjustments for:</i>			
Depreciation		16,606,878	16,701,019
Disposal of fixed assets		241,949	-
Interest earned		(587,231)	(873,288)
Provision for investment		37,500,100	319,020,999
Operating profit / (loss) before working capital changes		(29,227,804)	(64,426,937)
Adjustments for working capital changes:			
Increase / (Decrease) in Current liabilities and provisions		(4,903,237)	17,139,344
(Increase) / Decrease in Short-term loans and advances		6,256,762	1,353,525
Cash generated from / (used in) Operations		(27,874,279)	94,356,673
Less: Direct taxes paid/ reversed		208,649	47,069,080
Net Cash flow from / (used in) Operating Activities	(A)	(27,665,630)	47,069,080
B. Cash flow from / (used in) Investing Activities:			
Interest received		587,231	873,289
Net Cash flow from / (used in) Investing Activities	(B)	587,231	873,289
C. Cash flow from (used in) Financing Activities:			
Short Term Borrowings		13,118,781	(34,006,536)
Proceeds from Issue of shares			
Net Cash flow from / (used in) Financing Activities	(C)	13,118,781	(34,006,536)
Net Increase / (Decrease) in Cash and Cash Equivalents	(A+B+C)	(13,959,619)	13,935,833
Cash and Cash Equivalents at the beginning of the year	6	21,932,126	7,996,293
Cash and Cash Equivalents at the end of the year	6	7,972,507	21,932,126
D. Notes forming part of the financial statements	1 to 28		

As per our report attached
For Navitha And Associates
Chartered Accountants
Firm's registration no. 012026S

For and on behalf of the Board of Directors of
Stampede Capital Limited

Navitha.K
Proprietor
Membership No: 221085

Sudheer Vegi
Executive Director
DIN: 08070785

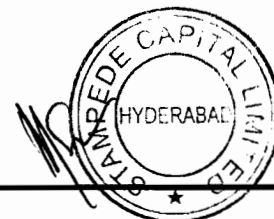
Srinivas Maya
Director
DIN: 08679514

Prathipati Parthasarthi
Chief Financial Officer

Abhishek Jain
Company Secretary
ACS: 62027

Place: Hyderabad
Date: 30.06.2020

Place: Hyderabad
Date: 30.06.2020



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Stampede Capital Limited

Notes to financial statements for the year ended 31 March 2020

(All amounts in Indian rupees, except share data and where otherwise stated)

Significant Accounting Policies

1) Company Overview

Stampede Capital Limited is a public company incorporated and domiciled in India and incorporated in accordance with the provisions of the erstwhile Companies Act, 1956. The companies registrar office at 6-3-787, Flat No 1003, Royal Pavilion, Block A, Amcerpet, Hyderabad 500016, Telangana. Its shares are listed on two recognized stock exchanges of India, The National Stock Exchange of India Limited, BSE Limited.

Stampede Capital Limited is engaged in the business of Equity and Currency broking and trading activities. The Company is registered as a “Stock Broker” with the Securities and Exchange Board of India (“SEBI”). The company is having Equity Trading and Clearing membership and F&O Trading Membership with National Stock Exchange of India (“NSE”), BSE Ltd and also having Trading Membership with, and MSE Metropolitan Stock Exchange of India Ltd (“MSEI”). The organizational structure of the company is as follows:

Name of the Company	Country of incorporation	Percentage of Holding as at	
		31 March 2020	31 March 2019
Subsidiaries (held directly)			
*Stampede Enterprises India Private Ltd (formerly Stampede Cloud Services Private Ltd)	India	-	100%
Subsidiaries (held indirectly)			
*Stampede Technologies Pte Limited	Singapore	-	100%

*During the year, the Company has sold 100% of its investment in the Stampede Enterprises India Pvt Limited on 31 December 2019. Also during the year, operations of the Stampede Technologies Pte Limited, Singapore a wholly owned subsidiary of Stampede Enterprises India Pvt Ltd were discontinued and the Company has filed a petition with ACRA, Singapore to struck off the company from its registry.

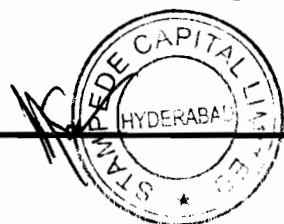
2) Basis of Preparation of Financial Statements

2.1) Statement of compliance

The financial statements are prepared in accordance with and in compliance, in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act) read along with Companies (Indian Accounting Standards) Rules, as amended and other relevant provisions of the Act. The presentation of the Financial Statements is based on Ind AS Schedule III of the Companies Act, 2013.

2.2) Use of Estimates

The preparation of these financial statements in conformity with the recognition and measurement principles of Ind AS requires the management of the Company to make estimates and judgements that affect the reported balances of assets and liabilities, disclosures relating to contingent liabilities as at the date of the financial statements and the reported amounts of income and expense for the periods presented. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and future periods are affected.



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Key sources of estimation of uncertainty at the date of the financial statements, which may cause a material adjustment to the carrying amounts of assets and liabilities within the next financial year, is in respect of impairment of investments, useful lives of property, plant and equipment, valuation of deferred tax assets, provisions and contingent liabilities and fair value measurement of financial instruments have been discussed below. Key source of estimation of uncertainty in respect of revenue recognition and employee benefits have been discussed in their respective policies.

2.3) Basis of measurement

The financial statements have been prepared on the historical cost basis except certain financial assets and liabilities that are measured at fair value or amortised cost.

2.4) Functional currency

The financial statements are presented in Indian Rupees, which is the functional currency of the Company. Functional currency of an entity is the currency of the primary economic environment in which the entity operates. All amounts are in Indian Rupees INR except share data, unless otherwise stated.

2.5) Operating cycle

All the assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013.

Assets

An asset is classified as current when it satisfies any of the following criteria:

- i. it is expected to be realised in, or is intended for sale or consumption in, the company's normal operating cycle;
- ii. it is held primarily for the purpose of being traded;
- iii. it is expected to be realised within 12 months after the reporting date; or
- iv. it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting date.

Current assets include the current portion of non-current financial assets. All other assets are classified as non-current.

2.6) Critical accounting judgements and key sources of estimation uncertainty

In the application of the Company's accounting policies, which are described in note 3, the management of the Company are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

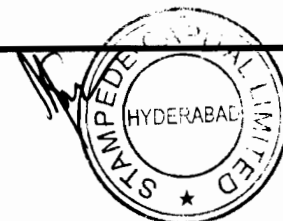
The following are the areas of estimation uncertainty and critical judgements that the management has made in the process of applying the Company's accounting policies and that have the most significant effect on the amounts recognised in the financial statements:

Provision and contingent liability

On an ongoing basis, Company reviews pending cases, claims by third parties and other contingencies. For contingent losses that are considered probable, an estimated loss is recorded as an accrual in financial statements. Loss Contingencies that are considered possible are not provided for but disclosed as Contingent liabilities in the financial statements. Contingencies the likelihood of which is remote are not disclosed in the financial statements. Gain contingencies are not recognized until the contingency has been resolved and amounts are received or receivable.

Useful lives of depreciable assets

Management reviews the useful lives of depreciable assets at each reporting. As at March 31, 2018 management assessed that the useful lives represent the expected utility of the assets to the Company. Further, there is no significant change in the useful lives as compared to previous year.



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Stampede Capital Limited**Notes to financial statements for the year ended 31 March 2020**

(All amounts in Indian rupees, except share data and where otherwise stated)

2.7) Property, Plant and Equipment and Intangible assets**Tangible asset and capital work-in-progress**

Tangible assets are stated at cost, less accumulated depreciation and impairment, if any. Direct costs are capitalized until such assets are ready for use. Capital work-in-progress comprises the cost of fixed asset that are not yet ready for their intended use at the reporting date.

Intangible asset

Intangible assets are recorded at the consideration paid for acquisition of such asset under carried at cost less accumulated amortization and impairment.

Depreciation and Amortization

Depreciation on tangible assets is provided on the straight-line method over the useful lives of assets estimated by the Management. Depreciation for assets purchased / sold during a period is proportionately charged. Intangible assets are amortized over their respective individual estimated useful lives on a straight-line basis, commencing from the date the asset is available to the Company for its use. The Management estimates the useful lives for the other fixed assets as follows:

Servers and data processing equipment	- 6 years
Computers	- 3 years
Furniture and fixtures	- 10 years
Vehicles	- 8 years
Intangible assets	- 5 years

2.8) Investments

The company continued to account for investments as under

Investments that are readily realizable and intended to be held for not more than a year are classified as current investments. All other investments are classified as non current investments. Non current Investments are carried at cost less diminution in value other than temporary diminution determined separately for each individual investment. Current investments are carried at the lower of cost and fair value. The comparison of cost and fair value is done separately in respect of each category of investment.

Investment in subsidiaries

Investment in subsidiaries is carried at cost, less any impairment in the value of investment, in these separate financial statements.

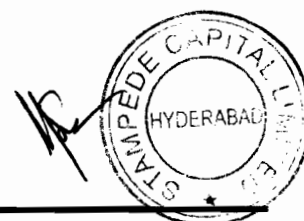
2.9) Measurement of fair values

A number of the Company's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities.

Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement. The Company recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.



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Stampede Capital Limited
Notes to financial statements for the year ended 31 March 2020
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3) Significant Accounting Policies

3.1) Revenue Recognition

- i. Revenue from broking activities is accounted on the trade date of transaction.
- ii. Trading of securities and currency are accounted on the trade date of transaction.
- iii. Interest income from a financial asset is recognized when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

3.2) Taxation

Income tax expense consists of current and deferred tax. Income tax expense is recognized in the income statement except to the extent that it relates to items recognized directly in equity, in which case it is recognized in equity.

Current tax

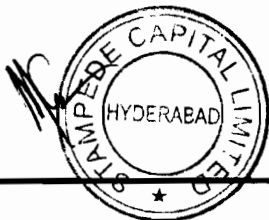
Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years.

Deferred tax

Deferred tax is recognized using the balance sheet method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognized for the following temporary differences: the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit; differences relating to investments in subsidiaries and jointly controlled entities to the extent that it is probable that they will not reverse in the foreseeable future; and taxable temporary differences arising upon the initial recognition of goodwill. Deferred tax is measured at the tax rates that are expected to be applied to the temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date. Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously. A deferred tax asset is recognized to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilized. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

3.3) Earnings Per Share

The Company presents basic and diluted earnings per share ("EPS") data for its ordinary shares. The basic earnings per share is computed by dividing the net profit attributable to equity shareholders for the period by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the net profit attributable to equity shareholders for the year relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares. Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per share..



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Notes to financial statements for the year ended 31 March 2020
(All amounts in Indian rupees, except share data and where otherwise stated)

3.4) Leases

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases. Leases under which the Company assumes substantially all the risks and rewards of ownership are classified as finance leases. Such assets are capitalized at fair value of the asset or present value of the minimum lease payments at the inception of the lease, whichever is lower. Assets held under leases that do not transfer substantially all the risks and reward of ownership are not recognized in the balance sheet. Lease payments under operating lease are generally recognized as an expense in the statement of profit and loss on a straight-line basis over the term of lease unless such payments are structured to increase in line with the expected general inflation to compensate for the lessor's expected inflationary cost increases. Further, at the inception of above arrangement, the Company determines whether the above arrangement is or contains a lease. At inception or on reassessment of an arrangement that contains a lease, the Company separates a payments and other consideration required by the arrangement into those for the lease and those for other elements on the basis of their relative fair values. If the Company concludes for a finance lease that it is impracticable to separate the payments reliably, then an asset and a liability are recognised at an amount equal to the fair value of the underlying asset; subsequently, the liability is reduced as payments are made and an imputed finance cost on the liability is recognised using the Company's incremental borrowing rate. Minimum lease payments made under finance leases are apportioned between the finance charge and the reduction of the outstanding liability. The finance charge is allocated to each period during the lease term so as to produce a constant periodic rate of interest on the remaining balance of the liability.

3.5) Foreign currencies

In preparing the financial statements of the Company, transactions in currencies other than the company's functional currency (foreign currencies) are recognised at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated. Exchange differences on monetary items are recognised in profit or loss in the period in which they arise.

3.6) Property, plant and equipment

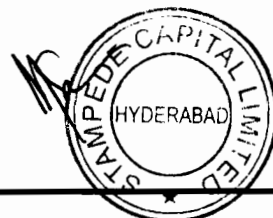
The initial cost of PPE comprises its purchase price, including import duties and non-refundable purchase taxes, and any directly attributable costs of bringing an asset to working condition and location for its intended use, including relevant borrowing costs and any expected costs of decommissioning, less accumulated depreciation and accumulated impairment losses, if any. Expenditure incurred after the PPE have been put into operation, such as repairs and maintenance, are charged to the Statement of Profit and Loss in the period in which the costs are incurred. If significant parts of an item of PPE have different useful lives, then they are accounted for as separate items (major components) of PPE. Material items such as spare parts, stand-by equipment and service equipment are classified as PPE when they meet the definition of PPE as specified in Ind AS 16 – Property, Plant and Equipment.

Subsequent costs

Subsequent costs are included in the asset's carrying amount or recognised as separate assets, as appropriate, only when it is probable that the future economic benefits associated with expenditure will flow to the Company and the cost of the item can be measured reliably. All other repairs and maintenance are charged to Statement of Profit and Loss at the time of incurrence

3.7) Depreciation

Depreciation is the systematic allocation of the depreciable amount of PPE over its useful life and is provided on a Straight line basis (SLM) basis over the useful lives as prescribed in Schedule II to the Act or as per technical assessment.



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Notes to financial statements for the year ended 31 March 2020

(All amounts in Indian rupees, except share data and where otherwise stated)

Depreciable amount for PPE is the cost of PPE less its estimated residual value. The useful life of PPE is the period over which PPE is expected to be available for use by the Company, or the number of production or similar units expected to be obtained from the asset by the Company.

Depreciation on additions is provided on a pro-rata basis from the month of installation or acquisition and in case of Projects from the date of commencement of commercial production. Depreciation on deductions/disposals is provided on a pro-rata basis up to the date of deduction/disposal.

3.8) Intangible assets

Intangible assets are stated at cost less accumulated amortization and impairment. Intangible assets are amortized over their respective estimated useful lives on a straight-line basis, from the date that they are available for use.

Amortisation

The estimated useful life of an identifiable intangible asset is based on a number of factors including the effects of obsolescence, demand, competition and other economic factors (such as the stability of the industry and known technological advances) and the level of maintenance expenditures required to obtain the expected future cash flows from the asset.

Computer software is amortised on straight line basis over a period of Five years.

3.9) Cash and Cash equivalents

Cash and cash equivalents in the Balance Sheet comprise cash at bank and in hand and short-term deposits with banks that are readily convertible into cash which are subject to insignificant risk of changes in value and are held for the purpose of meeting short-term cash commitments.

3.10) Cash flow statement

Cash flows are reported using the indirect method, whereby profit or loss before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from regular revenue generating, investing and financing activities of the Company are segregated.

3.11) Employee benefits

Short-term employee benefits

Short-term employee benefits are expensed as the related service is provided. A liability is recognized for the amount expected to be paid if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

Defined contribution plans

The Company's contributions to defined contribution plans are charged to the income statement as and when the services are received from the employees.

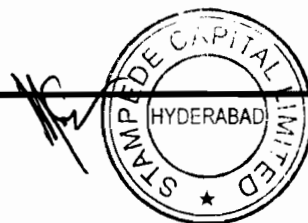
Defined benefit plans

The liability in respect of defined benefit plans and other post-employment benefits is calculated using the projected unit credit method consistent with the advice of qualified actuaries. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows using interest rates of high-quality corporate bonds that are denominated in the currency in which the benefits will be paid, and that have

terms to maturity approximating to the terms of the related defined benefit obligation. In countries where there is no deep market in such bonds, the market rates on government bonds are used. The current service cost of the

defined benefit plan, recognized in the income statement in employee benefit expense, reflects the increase in the defined benefit obligation resulting from employee service in the current year, benefit changes, curtailments and settlements.

Past service costs are recognized immediately in income. The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the income statement. Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are charged or credited to equity in other comprehensive income in the period in which they arise.



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Notes to financial statements for the year ended 31 March 2020
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Termination benefits

Termination benefits are recognized as an expense when the Company is demonstrably committed, without realistic possibility of withdrawal, to a formal detailed plan to either terminate employment before the normal retirement date, or to provide termination benefits as a result of an offer made to encourage voluntary redundancy. Termination benefits for voluntary redundancies are recognized as an expense if the Company has made an offer encouraging voluntary redundancy, it is probable that the offer will be accepted, and the number of acceptances can be estimated reliably.

Other long-term employee benefits

The Company's net obligation in respect of other long term employee benefits is the amount of future benefit that employees have earned in return for their service in the current and previous periods. That benefit is discounted to determine its present value. Re-measurements are recognized in the statement of profit and loss in the period in which they arise.

3.12) Provisions

A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

3.13) Contingent Liabilities & Contingent Assets

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made. Contingent assets are not recognised in the financial statements. However, contingent assets are assessed continually and if it is virtually certain that an inflow of economic benefits will arise, the asset and related income are recognised in the period in which the change occurs.

3.14) Financial instruments

a. Recognition and Initial recognition

The Company recognizes financial assets and financial liabilities when it becomes a party to the contractual provisions of the instrument. All financial assets and liabilities are recognized at fair value on initial recognition, except for trade receivables which are initially measured at transaction price. Transaction costs that are directly attributable to the acquisition or issues of financial assets and financial liabilities that are not at fair value through profit or loss, are added to the fair value on initial recognition.

A financial asset or financial liability is initially measured at fair value plus, for an item not at fair value through profit and loss (FVTPL), transaction costs that are directly attributable to its acquisition or issue.

b. Classification and Subsequent measurement

Financial assets

On initial recognition, a financial asset is classified as measured at

- amortised cost;
- FVTPL

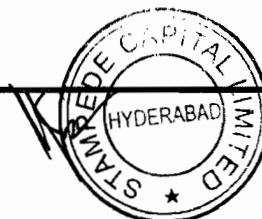
Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing financial assets.

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

- the asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

All financial assets not classified as measured at amortised cost as described above are measured at FVTPL.

On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.



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Financial assets: Business model assessment

The Company makes an assessment of the objective of the business model in which a financial asset is held at a portfolio level because this best reflects the way the business is managed and information is provided to management. The information considered includes:

- the stated policies and objectives for the portfolio and the operation of those policies in practice. These include whether management's strategy focuses on earning contractual interest income, maintaining a particular interest rate profile, matching the duration of the financial assets to the duration of any related liabilities or expected cash outflows or realising cash flows through the sale of the assets;
- how the performance of the portfolio is evaluated and reported to the Company's management;
- the risks that affect the performance of the business model (and the financial assets held within that business model) and how those risks are managed;
- how managers of the business are compensated – e.g. whether compensation is based on the fair value of the assets managed or the contractual cash flows collected; and
- the frequency, volume and timing of sales of financial assets in prior periods, the reasons for such sales and expectations about future sales activity.

Transfers of financial assets to third parties in transactions that do not qualify for derecognition are not considered sales for this purpose, consistent with the Company's continuing recognition of the assets.

Financial assets that are held for trading or are managed and whose performance is evaluated on a fair value basis are measured at FVTPL.

Financial assets: Assessment whether contractual cash flows are solely payments of principal and interest For the purposes of this assessment, 'principal' is defined as the fair value of the financial asset on initial recognition. 'Interest' is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs (e.g. liquidity risk and administrative costs), as well as a profit margin.

In assessing whether the contractual cash flows are solely payments of principal and interest, the Company considers the contractual terms of the instrument. This includes assessing whether the financial asset contains

a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition. In making this assessment, the Company considers:

- contingent events that would change the amount or timing of cash flows;
- terms that may adjust the contractual coupon rate, including variable interest rate features;
- prepayment and extension features; and

– terms that limit the Company's claim to cash flows from specified assets (e.g. non recourse features).

A prepayment feature is consistent with the solely payments of principal and interest criterion if the prepayment amount substantially represents unpaid amounts of principal and interest on the principal amount outstanding, which may include reasonable additional compensation for early termination of the contract.

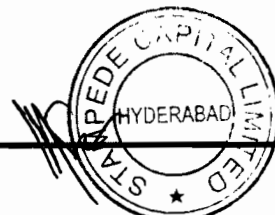
Additionally, for a financial asset acquired at a significant discount or premium to its contractual par amount, a feature that permits or requires prepayment at an amount that substantially represents the contractual par amount plus accrued (but unpaid) contractual interest (which may also include reasonable additional compensation for early termination) is treated as consistent with this criterion if the fair value of

Financial assets: Subsequent measurement and gains and losses

Financial assets at FVTPL: These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in profit or loss.

Financial assets at amortised cost: These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.

Financial liabilities: Classification, Subsequent measurement and gains and losses Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held for trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on derecognition is also recognised in profit or loss.



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Stampede Capital Limited
Notes to financial statements for the year ended 31 March 2020
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c. Derecognition

Financial assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset.

If the Company enters into transactions whereby it transfers assets recognised on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognised.

Financial liabilities

The Company derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire. The Company also derecognises a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on the modified

terms is recognised at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognised in profit.

d. Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

e. Impairment

The Company recognises loss allowances for expected credit losses on financial assets measured at amortised cost.

At each reporting date, the Company assesses whether financial assets carried at amortised cost and debt securities at fair value through other comprehensive income (FVOCI) are credit impaired. A financial asset is 'credit impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Evidence that a financial asset is credit impaired includes the following observable data:

- significant financial difficulty of the borrower or issuer;
- the restructuring of a loan or advance by the Company on terms that the Company would not consider otherwise;
- it is probable that the borrower will enter bankruptcy or other financial reorganisation; or
- the disappearance of an active market for a security because of financial difficulties.

The Company measures loss allowances at an amount equal to lifetime expected credit losses, except for the following, which are measured as 12 month expected credit losses:

- debt securities that are determined to have low credit risk at the reporting date; and
- other debt securities and bank balances for which credit risk (i.e. the risk of default occurring over the expected life of the financial instrument) has not increased significantly since initial recognition. Loss allowances for trade receivables are always measured at an amount equal to lifetime expected credit losses. Lifetime expected credit losses are the expected credit losses that result from all possible default events over the expected life of a financial instrument.

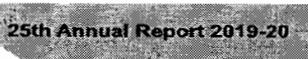
12-month expected credit losses are the portion of expected credit losses that result from default events that are possible within 12 months after the reporting date (or a shorter period if the expected life of the instrument is less than 12 months).

In all cases, the maximum period considered when estimating expected credit losses is the maximum contractual period over which the Company is exposed to credit risk.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit losses, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company's historical experience and informed credit assessment and including forward looking information.



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Measurement of expected credit losses

Expected credit losses are a probability weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the Company in accordance with the contract and the cash flows that the Company expects to receive).

Presentation of allowance for expected credit losses in the balance sheet

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets.

Write-off

The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Company determines that the trade receivable does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Company's procedures for recovery of amounts due.

3.15) Impact of COVID-19 Key accounting judgements, estimates and assumptions.

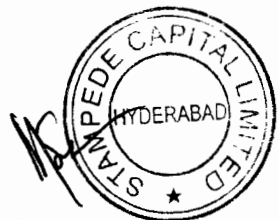
The threats posed by the coronavirus outbreak are multifold. In many countries, businesses have been forced to cease or limit their operations for long or indefinite periods of time. Even in India the outbreak has been declared epidemic and on March 24, 2020, the Government of India ordered a nationwide lockdown, limiting movement of the population of India as a preventive measure against the COVID-19 pandemic. As a result, most businesses throughout the world are dealing with lost revenue and disrupted supply chains. The disruption to global supply chains due to factory shutdowns has already exposed the vulnerabilities of many organizations.

However, as the Company operates in an industry that is considered essential in India and other countries, its operations were continuing during lockdown by ensuring appropriate safety measures.

The Company considered the uncertainty relating to the COVID-19 pandemic in assessing the recoverability of receivables, goodwill, intangible assets, investments and other assets. For this purpose, the Company considered internal and external sources of information up to the date of approval of these financial statements. The Company has also used the principles of prudence in applying judgments, estimates and assumptions including sensitivity analysis. Based on its current estimates, the Company expects to fully recover the carrying amount of receivables, goodwill, intangible assets, investments and other assets

As the outbreak continues to evolve, the Company will continue to closely monitor any material changes to future economic conditions.

The preparation of the Financial Statements required the Management to exercise judgements and to make estimates and assumptions. The Management has considered the possible effects, if any, that may result from the pandemic relating to COVID-19 on the carrying amounts of its assets. In developing the assumptions and estimates relating to the uncertainties as at the Balance Sheet date in relation to the recoverable amounts of these assets, the Management has considered the global economic conditions prevailing as at the date of approval of these financial statements and has used internal and external sources of information to the extent determined by it. The actual outcome of these assumptions and estimates may vary in future due to the impact of the pandemic.



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Stampede Capital Limited
Notes to financial statements for the year ended 31 March 2020

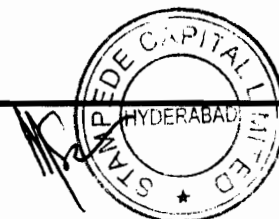
(All amounts in Indian rupees, except share data and where otherwise stated)

Note No : 4 (a) Property, Plant and Equipment

Particulars	Servers	Desktops and Laptops	Furniture and fixtures	Office equipments	Vehicles	Total
Gross carrying value :						
As at 01 April 2019	68,956,200	2,371,689	1,405,845	773,282	2,150,000	75,657,016
Additions	-	-	-	-	-	-
As at 31 March 2020	68,956,200	2,371,689	1,405,845	773,282	2,150,000	75,657,016
Deletions :						
Deletion	-	-	-	-	241,949	241,949
Accumulated Depreciation :						
As at 01 April 2019	52,116,233	2,346,445	1,405,845	669,895	1,645,094	58,183,512
Depreciation Charge for the year	11,393,127	-	-	45,820	262,957	11,701,904
As at 31 March 2020	63,509,360	2,346,445	1,405,845	715,715	1,908,051	69,885,416
Net Carrying Value :						
As at 31 March 2020	5,446,840	25,244	-	57,567	-	5,529,651
Previous Year March 2019	16,839,967	25,244	-	103,387	504,906	17,473,504

Note No 4 (b): Goodwill and Other Intangible Assets

Particulars	Computer software	Goodwill	Copy rights	Total
Gross carrying value :				
As at 01 April 2019	23,320,247	100,541,210	141,900	124,003,357
Additions	-	-	-	-
As at 31 March 2020	23,320,247	100,541,210	141,900	124,003,357
Accumulated Depreciation :				
As at 01 April 2019	18,262,670	100,541,210	141,900	118,945,780
Depreciation Charge for the year	4,904,974	-	-	4,904,974
As at 31 March 2020	23,167,644	100,541,210	141,900	123,850,754
Net Carrying Value :				
As at 31 March 2020	152,603	-	-	152,603
Previous Year March 2019	5,057,577	-	-	5,057,577



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Notes to financial statements for the year ended 31 March 2020
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Note No 5 : Investments

Particulars	As at 31 March 2020	As at 31 March 2019
(A) Investment in Associates		
- Investment in Longfin Corp, USA (27,500,000 Class A Common stock of \$ 0.00001 each, in Unquoted stock)	256,421,009	256,421,009
Less : Provision for diminution in value of investment	-	256,421,009
Less : Long term investment written off	256,421,009	-
	-	-
(B) Investment in subsidiaries		
- Investment in Stampede Enterprises India Private Limited 50,09,999 shares @ Rs. 10/- each (Previous year 50,09,999 shares @ Rs.10/- each)	50,099,990	50,099,990
Less : Provision for diminution in value of investment	-	50,099,990
Less : Long term investment written off	50,099,990	-
	-	-
(C) Investment in Others		
- Investment in Hero Wiretext Pvt Ltd 1,66,667 shares @ Rs. 100/- each at premium of Rs. 200 each (Previous year 50,000,100)	50,000,100	50,000,100
Less Provision for diminution in value of investments	50,000,100	12,500,000
	-	37,500,100
	-	37,500,100

Current Assets
Note No 6 : Cash and cash equivalents

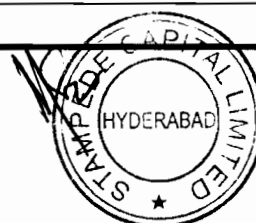
Particulars	As at 31 March 2020	As at 31 March 2019
Cash on hand	904	92,455
Balance with banks - in current accounts	746,603	13,564,671
Other Bank balances		
Bank deposits with less than 12 months maturity	7,225,000	8,275,000
	7,972,507	21,932,126

Note No 7 : Other financial assets

Particulars	As at 31 March 2020	As at 31 March 2019
Unsecured, considered good:		
Advance to subsidiary	-	12,502,420
Other loans and advances	9,309,929	8,859,900
Commodity with BSE	10,850,000	-
Prepaid expenses	-	164,965
TDS receivable	639,404	596,962
Service tax receivable, net	-	1,766,585

Note No 8 : Investments

Particulars	Type	As at 31 March 2020			As at 31 March 2019		
		Number of Units	Cost per unit	Amount in Rs.	Number of Units	Cost per unit	Amount in Rs.
HDFC Bank	Equity shares				942	1,442.55	1,358,882
Goldman Sachs Mutual Fund (CPSE)	Mutual Funds				17,861	27.12	484,390
Reliance ETF Liquid Bees	Liquid bees	-	-	-	5,083	1,000.00	5,083,000
NTPC	Equity shares				15	135.95	2,039
Steel Authority Of India Limited (SAIL)	Equity shares				487	56.75	27,637
Total current investments		-	-	-			6,955,948
Aggregate amount of market value		-	-	-			7,782,134





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Other Equity

STATEMENT OF CHANGES IN EQUITY

Note: 9 (a) - Equity Share Capital

Particulars	As at 31 March 2020		As at 31 March 2019	
	No of shares	In Rupees	No of shares	In Rupees
Shares with Ordinary Voting Rights				
At the beginning of the year	229,011,200	229,011,200	229,011,200	229,011,200
Add : Changes in Equity during the year	-	-	-	-
	229,011,200	229,011,200	229,011,200	229,011,200
Shares with Differential Voting Rights (DVR)				
At the beginning of the year	57,252,800	57,252,800	57,252,800	57,252,800
Add : Changes in Equity during the year	-	-	-	-
	57,252,800	57,252,800	57,252,800	57,252,800
Total Equity Share Capital	286,264,000	286,264,000	286,264,000	286,264,000

Reconciliation of shares outstanding at the beginning and at the end of the year

Particulars	As at 31 March 2020		As at 31 March 2019	
	No of shares	In Rupees	No of shares	In Rupees
Shares with Ordinary Voting Rights				
At the beginning of the year	229,011,200	229,011,200	229,011,200	229,011,200
Add : Changes in Equity during the year	-	-	-	-
	229,011,200	229,011,200	229,011,200	229,011,200
Shares with Differential Voting Rights (DVR)				
At the beginning of the year	57,252,800	57,252,800	57,252,800	57,252,800
Add : Changes in Equity during the year	-	-	-	-
	57,252,800	57,252,800	57,252,800	57,252,800
Total Equity Share Capital	286,264,000	286,264,000	286,264,000	286,264,000

The details of shareholder holding more than 5% of equity shares is set below:

Name of the shareholder	As at 31 March 2020		As at 31 March 2019	
	No of shares	% Holding	No of shares	% Holding
Usha Rani Meenavalli	38,978,680	17.02%	38,978,680	17.02%
	38,978,680	17.02%	38,978,680	17.02%

The details of shareholder holding more than 5% of DVR equity shares is set below:

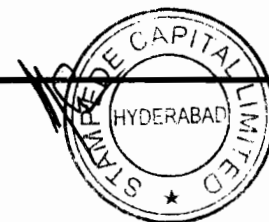
Name of the shareholder	As at 31 March 2020		As at 31 March 2019	
	No of shares	% Holding	No of shares	% Holding
Usha Rani Meenavalli	24,344,923	42.52%	24,344,923	42.52%
Silver Stallion Limited	4,427,321	7.73%	4,427,321	7.73%
	28,772,244	50.25%	28,772,244	50.25%

Note: 9 (b) - Other Equity

Particulars	Reserves & Surplus			Total
	Capital Reserve	Securities Premium Reserve	Retained Earnings	
Balance at the Beginning of the reporting period i.e 1 April 2019	-	278,525,115	(451,447,774)	(172,922,659)
Dividends	-	-	-	-
Profit for the period	-	-	(82,780,851)	(82,780,851)
Balance at the end of the reporting period i.e 31 March 2020	-	278,525,115	(534,228,625)	(255,703,510)

Note No 10 : Borrowings

Particulars	As at 31 March 2020	As at 31 March 2019
Borrowings (Unsecured loan taken)	13,118,781	-
	13,118,781	-



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Stampede Capital Limited
Notes to financial statements for the year ended 31 March 2020
 (All amounts in Indian rupees, except share data and where otherwise stated)

Note No 11 : Other Financial Liabilities

Particulars	As at 31 March 2020	As at 31 March 2019
Employee benefits payable	19,901	1,103,323
Margin money from customers	689,359	14,780,861
Other current liabilities	673,798	2,922,702
Provision for expenses	120,638	128,293
TDS Payable	162,042	112,735
Sundry Creditors	13,184,707	-
	14,850,445	19,047,914

Note No 12 : Provisions

Particulars	As at 31 March 2020	As at 31 March 2019
Provision for Income tax	-	208,649
Provision for Gratuity	-	452,877
Provision for Leave Encashment	-	44,243
	-	705,769

Note No 13 : Revenue from Operations

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Brokerage income	140,012	223,982
Revenue from Trading	17,527,136	772,656,861
	17,667,148	772,880,843

Note No 14 : Other Income

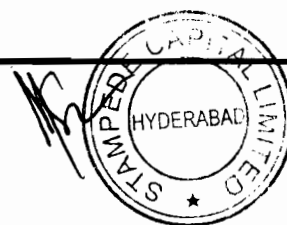
Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Interest Income	577,085	787,119
Dividend Income	10,146	86,169
	587,231	873,288

Note No 15 : Cost of Operations

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Purchase of Equity shares (on delivery)	11,106,655	768,725,874
Cost of Commodity	6,393,281	-
Trading expenses	1,715,554	8,948,594
Software Maintenance	680,490	367,990
Clearing Charges	21,685	156,851
Colocation charges	606,356	731,358
	20,524,021	778,930,667

Note No : 16 Employee benefits expense

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Salaries and allowances	9,699,561	8,141,352
Contribution to provident fund	615,671	458,026
Gratuity and Leave encashment	-	50,000
Staff welfare expenses	510,938	766,517
	10,826,170	9,415,895



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Stampede Capital Limited
Notes to financial statements for the year ended 31 March 2020
 (All amounts in Indian rupees, except share data and where otherwise stated)

Note No 17 : Other Expenses

Particulars	For the year ended 31	For the year ended 31
	March 2020	March 2019
Travelling and conveyance	1,550,793	5,431,927
Legal and professional charges	3,144,820	1,732,600
Rent	5,016,714	3,455,786
Bank charges	2,191	3,338
Auditors' Remuneration:		
- Audit Fee	180,000	225,000
- Tax Audit Fee	60,000	75,000
- Out of pocket expenses	-	4,779
Communication expenses	313,260	205,045
Electricity Charges and Maintenance	660,070	928,889
Printing and stationery	72,609	42,713
General Expenses	2,859,046	1,567,509
Advances written off	499,900	33,821,952
Office Maintenance	982,123	1,845,030
Vehicle Maintenance	391,540	384,366
Computer, Server and Software Maintenance	3,644	21,200
SEBI REGN FEE	50,000	-
	15,786,710	49,745,134

Note No 18 : Segment Information

The company operates in only one business segment i.e. securities and currencies broking and trading through recognized stock exchanges in India.

Note 19 Contingent liability and capital commitments
(a) Contingent liability :

Name of the Statute	Nature of dues	Period to which the amount relates	Amount in lakhs	Forum where the dispute is pending
Income Tax Act, 1961	Income Tax	AY 2017-18	₹ 49.28	Commissioner of Income Tax, Appeals

(b) Capital Comotments :

There were no capital commitments during the year

Note 20 Tax Expense

Deferred tax is provided on timing differences at the balance sheet date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

In view of carry forward of losses under tax laws in the current period, the Company is unable to demonstrate virtual certainty as required by the Explanation in Ind AS 12 'Accounting for taxes on income'. Accordingly, no deferred tax asset has been recognized as at the year-end as there is no virtual certainty supported by convincing evidence that sufficient future taxable income will be available against which such deferred tax asset can be realized.

Note 21 Leases

The company has operating lease for office premise, which is renewable on periodical basis and cancelable at its option. Lease expenses on such operating lease The future minimum lease payments are as given below:

Particulars	As at 31	As at 31
	March 2020	March 2019
Not later than one year	10,000	1,980,000
Later than one year and not later than five years	Nil	2,040,000
Later than five years	Nil	Nil

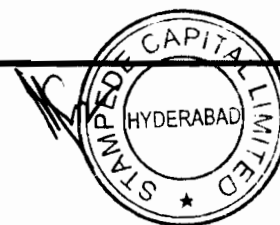
Note 22 Auditors Remuneration

Particulars	As at 31	As at 31
	March 2020	March 2019
Statutory audit fees	180,000	225,000
Other services	60,000	75,000
Out of pocket expenses	-	4,779
Total	240,000	304,779

Note 23 Amounts payable to Micro, Small and Medium enterprises

Disclosure under Section 22 of the Micro, Small and Medium enterprises Development Act, 2006 (MSMED)

Based on the information available with the Company, no creditors have been identified as "supplier" within the meaning of "Micro, Small and Medium Enterprises Development (MSMED) Act, 2006".



**SCHEME OF REDUCTION OF CAPITAL
STAMPEDE CAPITAL LIMITED
UNDER SECTION 66 OF THE COMPANIES ACT, 2013**

(A) PREAMBLE OF THE SCHEME

This Scheme of Reduction of Capital is made pursuant to the provisions of Section 66 of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013 and provides for reduction of Equity Capital of "Stampede Capital Limited".

(B) DESCRIPTION OF THE COMPANY

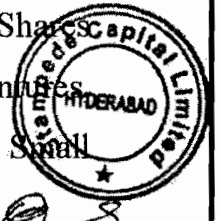
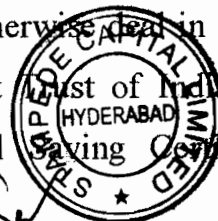
"Stampede Capital Limited" (CIN: L67120TG1995PLC020170) is a Company incorporated under the Companies Act, 1956 on 28.04.1995.

The Registered Office of the Company is situated at A to Z Elite, 1st Floor, Plot No. 197, Guttala Begumpet Village, Madhapur, Hyderabad -500081, Telangana.

Main Objects:

The present objects of the Company presently enable it:

1. To become a corporate member of Stock Exchanges, Security Exchanges, OTC exchanges (either Regional or National), Trading Houses, with Trading privileges Depositories either in India or abroad and to carry on the business as Shares and Stock Brokers/Dealers Securities Brokers/Dealers, Investment Brokers/Dealers, Sub-Brokers/Dealers Underwriters, Sub underwriters, Agents and Consultants for and to purchase, acquire, hold, sell, invest and otherwise deal in Stocks, Shares and Securities of all kinds, units of Unit Trust of India, Debentures, Bonds, Governments Securities, National Saving Certificates, Small



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Note 24 Related Party Disclosures
A. List of related parties

- | | |
|--|--|
| i) Wholly Owned Subsidiaries

ii) Entities in which directors are interested

iii) Key Managerial Personnel

iv) Persons having Substantial Interest in Voting Power | 1. Stampede Enterprises India Pvt Ltd *
(formerly Stampede Cloud Services Private Limited)
* on 31 December 2019, Stampede Capital Limited has sold 100% of its holding in Stampede Enterprises India Pvt Ltd

1. Proseed India Ltd (formerly Green Fire Agri Commodities Limited)
2. Kling Enterprises India Limited (formerly Kling Holdings Ltd.)
3. Spacenet Enterprises India Ltd (formerly Northgate Com Tech Limited)

1. Mr. Srinivas Maya, Director
2. Mr. P.Parthasarathi, Director & CFO
3. Mr. Dasi Emmanuel, Executive Director
4. Mr.Sudheer Vegi, Executive Director

1. Mrs. M. Usha Rani |
|--|--|

B. Non Executive Directors and Independent Directors on the Board of the Company

Name of the personnel	Relationship
Mr. K. Avinash	Non Executive Independent Director
Mrs.Chukka Lakshmi	Non Executive Non Independent Women Director
Mr. Omesh Kumar Waghay	Non Executive Independent Director
Mr. Shiva Satya Srinivas Chukka	Non Executive Independent Director (from 30.04.2019)

C. Details of transactions with Related Parties

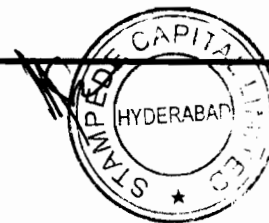
Name of the Related party	Nature of the Transactions	2019-20		2018-19	
		Amount	as on 31 March 2020	Amount	Balance outstanding as on 31 March 2019
Stampede Enterprises India Pvt Ltd	Unsecured Loan received	3,446,491	9,055,929	72,114,636	12,502,420
	Client Transactions:				
	Margin Money Received	4,455,000	-	7,785,000	1,443,638
	Margin Money Returned	5,898,638		6,341,362	
	Brokerage / Commission earned	203		34,471	
Stampede Tradex Pte. Ltd.	Advance	-	-	22,424,252	-
Kling Enterprises India Limited	Client Transactions:				
	Margin Money Received	-	-	500,000	-
	Margin Money Returned	-	-	500,000	-
	Brokerage / Commission earned	-	-	83	-
Long Com India Pvt Ltd	Unsecured Loan Received	-	-	59,793,074	8,150,000
	Unsecured Loan paid	8,150,000	-	-	-
	Client Transactions:				
	Margin Money Received	-	-	5,369,212	-
	Margin Money Returned	-	-	5,369,212	-
	Brokerage / Commission earned	-	-	13,280	-
Blueshark Derivative Trading Pvt Ltd	Advance	-	-	11,397,700	-
Usha Rani Meenavalli	Client Transactions:				
	Margin Money Received	59,731,325	-	41,400,000	19,146,790
	Margin Money Returned	78,878,115	-	22,253,210	-
	Brokerage / Commission earned	78,365		57,326	
	Other Transactions:				
	Unsecured Loan received	32,476,513	8,539,824	56,941,900	-
	Unsecured Loan Returned	23,936,689	-	56,941,900	-
	Rent paid	2,850,000	-	1,501,200	-
Emmanuel Dasi	Managerial Remuneration	913,000	-	594,000	-
Sudheer Vegi	Managerial Remuneration	193,548	-	-	-
Prathipati Parthasarathi	Managerial Remuneration	-	-	102,600	-

Note 25 Earnings Per Share

Particulars	As at 31 March 2020	As at 31 March 2019
Profit / Loss after tax	(82,780,851)	(409,681,601)
Profit/Loss after tax (excluding extraordinary items)	(82,780,851)	(409,681,601)
Weighted average number of Equity shares outstanding during the year - No.	286,264,000	286,264,000
Nominal value of Equity share	1	1
Earnings per share	(0.289)	(1.431)
Earnings per share (excluding extraordinary items)	(0.289)	(1.431)

Note 26

There are no outstanding dues to Investor and Education Protection Fund as on 31 March 2020.



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Note 27

COVID-19 has been declared as a global pandemic, the Indian Govt. has declared the complete lock down since March 24, 2020 and the same is continuing with minor exemptions and essential services were allowed to operate with limited capacity. Capital markets and banking services have been declared as essential services and accordingly, the company has been continuing the operations with minimal permitted staff. However other employees were encouraged to work from home. All operations and servicing of clients were smoothly ensured without any interruptions as the activities of trading, settlement, DP, Stock Exchanges and depositories functions have been fully automated and seamless processes. Based on the facts and circumstances, the Company has been operating in the normal course and there have been no adverse impacts on the assets, liquidity, revenues or operational parameters during the quarter and year ended as on March 31, 2020. The company is closely monitoring any material changes on a continuous basis.

Note 28 Previous year figures

Previous year figures have been regrouped / reclassified wherever necessary to confirm to the current year classification.

As per our report attached
For Navitha And Associates
Chartered Accountants
Firm's registration no. 012026S

Navitha.K
Proprietor
Membership No: 221085

For and on behalf of the Board of Directors of
Stampede Capital Limited

Sudheer Vegi
Executive Director
DIN: 08070785

Srinivas Maya
Director
DIN: 08679514

Prathipati Parthasarathi
Chief Financial Officer

Abhishek Jain
Company Secretary
ACS: 62027

Place : Hyderabad
Date : 30.06.2020

Place : Hyderabad
Date : 30.06.2019



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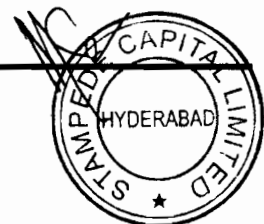


STAMPEDE CAPITAL LIMITED

25th Annual Report 2019-20

STAMPEDE CAPITAL LIMITED

Flat no.402 to 404, 4th Floor, Saphthagiri Towers,
Begumpet, Above Pantaloons, Hyderabad - 500 016



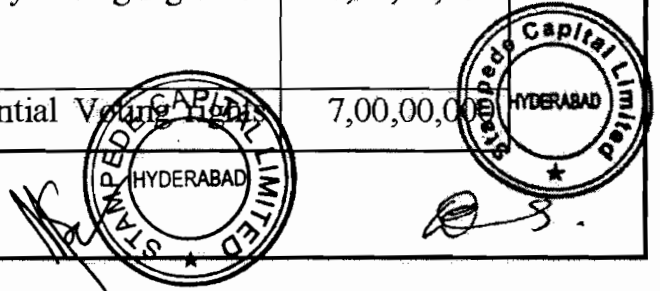
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Savings Scheme and generally Securities and National Saving Certificates, Small Savings Scheme and generally Securities and Savings, Investments, Financials Instruments of all kinds and to carry on the above business in India or abroad and for carrying out the above, to assimilate, compile, organize and analyze information about the characteristics, performances, interest or any other attributes of companies, Corporations, Firms, Trusts, Societies whether situated in India or abroad.

2. To carry on and undertake the business of Share Transfer Agents, Registrars to the issue Custodians, Portfolio Managers, Investment Counseling, Fixed Deposit Brokers/Dealers, and Discount Brokers, Market Makers, Merchant Bankers, Managers/Co-Mangers to the issue, Advisors/Consultants to all public issues (including euro-issues or otherwise) and other allied activities.
3. To manage funds of the investors by investment in various avenues like income Funds, Risk Fund, Tax Exempt Funds, Pension/Superannuation Funds and to pass on the benefits of portfolio investments to the investors as dividends, bonus, interest and provide a complete range of services like investment planning, estate planning, tax planning, portfolio management, consultancy/counseling service.

The Share Capital of the Company as on 31.03.2019 is as under:

Particulars	Amount in Rs.
Authorized Share Capital	
27,00,00,000 Equity Shares with ordinary voting rights of Re. 1/- each	27,00,00,000
7,00,00,000 Equity Shares with Differential Voting Rights	7,00,00,000



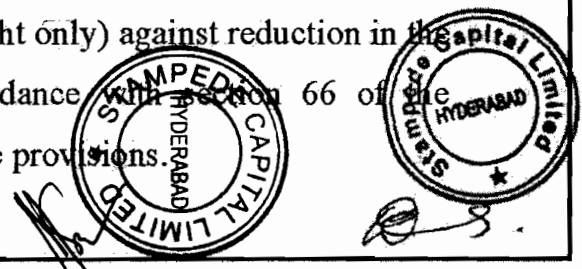
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of Re. 1/- each	
Total	34,00,00,000
Issued, Subscribed and Paid-Up Share Capital	
229,011,200 Equity Shares with ordinary voting rights of Re. 1/- each	22,90,11,200
57,252,800 Equity Shares with Differential Voting rights of Re. 1/- each	5,72,52,800
Total	28,62,64,000

Subsequent to 31.03.2019 (Thirty First day of March, Two Thousand Eighteen) and up to the date of approval of the Scheme by the Board of the Company, there has been no change in the authorized, issued, subscribed and paid up capital of the Company.

(C) RATIONALE AND PURPOSE OF THE SCHEME

1. The Company has accumulated losses amounting to Rs.17,29,22,658/- (Rupees Seventeen Crores Twenty Nine Lakhs Twenty Two Thousand Six Hundred and Fifty Eight only) as per the Audited Balance Sheet as at 31st March 2019.
2. In order to re-align the relation between capital & assets; and to accurately and fairly reflect the liabilities & assets of the Company in its books of accounts; and for better presentation of the financial position of the Company, the Board of Directors has decided to write off the Rs.17,17,58,400/- (Rupees Seventeen Crores Seventeen Lakhs Fifty Eight Thousand Four Hundred only) of the total accumulated losses of Rs.17,29,22,658/- (Rupees Seventeen Crores Twenty Nine Lakhs Twenty Two Thousand Six Hundred and Fifty Eight only) against reduction in the share capital of the Company in accordance with section 66 of Companies Act, 2013 and other applicable provisions.



3. The Proposed Scheme of Reduction of Capital would enable the company to reflect the better financial position in its balance sheet. This would subsequently enable the company to raise required finance to enable the company to develop its business activities and thereby increase its net worth as well as enhance the stakeholder's value.

(D) PARTS OF THE SCHEME:

PART A: Deals with Definitions.

PART B: Deals with Reduction of Capital.

PART C: Deals with General Clauses, Terms and Conditions.

PART - A
DEFINITIONS

1. DEFINITIONS

In this scheme unless repugnant to the meaning or context thereof, the following expressions shall have the meaning as mentioned herein below:

- 1.1 **“Act” or “the Act”** means the Companies Act, 2013 and every modification or re-enactment thereof and references to sections of the Act shall be deemed to mean and include reference to sections enacted in modification or replacement thereof.
- 1.2 **“Board of Directors” or “Board”** in relation to Stampede Capital Limited shall, unless it be repugnant to the context or otherwise, includes a Committee of Directors or any person authorized by the Board of Directors or such Committee of Directors.
- 1.3 **“Company”** shall mean **Stampede Capital Limited**, a Company incorporated under the provisions of the Companies Act, 1956, having its

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registered office at A to Z Elite, 1st Floor, Plot No. 197, Guttala Begumpet Village, Madhapur, Hyderabad -500081, Telangana.

1.4 **“Tribunal” or “NCLT”** means the Hon’ble National Company Law Tribunal or such other tribunal or authority having jurisdictions to sanction the Scheme.

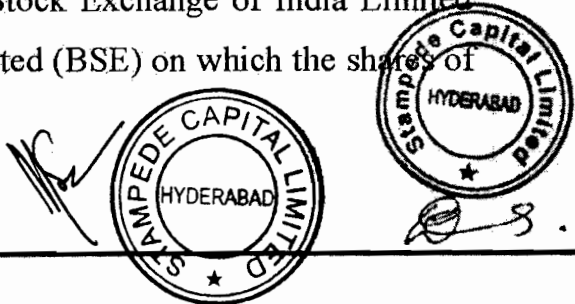
1.5 **“Effective Date”** means the date on which the certified copy of the order passed by the Hon’ble High Tribunal sanctioning the Reduction of Capital is filed with the Registrar of Companies at Hyderabad for Telangana and Andhra Pradesh. Any references in the Scheme to **“upon the Scheme becoming effective”** or **“effectiveness of the Scheme”** or **“Scheme coming into effect”** shall mean the **“Effective Date”**.

1.6 **“Scheme of Reduction of Capital” or “Scheme” or “The Scheme” or “This Scheme”** means this Scheme of Reduction of Capital in its present form or with any modification(s) approved, imposed, or directed by the Court or such other appropriate authority.

1.7 **“Shareholders”** means the persons registered (whether registered owner of the shares or beneficial owner of the shares) as holders of equity shares of Company. The word **“Shareholder”** and **“member”** are used to denote the same meaning and are used interchangeably.

1.8 **“Shares”** means the equity shares of Rs.1/- each with Ordinary Voting Rights and equity shares of Re.1/- each with Differential Voting Rights of the Company unless otherwise specified in the context thereof.

1.9 **“Stock Exchanges”** means the National Stock Exchange of India Limited (NSE) and Bombay Stock Exchange Limited (BSE) on which the shares of the Company are listed.



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All terms and words not defined in this Scheme shall, unless repugnant or contrary to the context or meaning thereof, have the same meaning ascribed to them under the Act, the Income-tax Act, 1961 or any other applicable laws, rules, regulations, bye laws, as the case may be, including any statutory modification or re-enactment thereof from time to time.

PART - B
REDUCTION OF CAPITAL

2. REDUCTION OF CAPITAL OF THE COMPANY

2.1 Upon the Scheme becoming effective and after obtaining the necessary approvals, consents, permissions etc, the subscribed, issued and paid-up capital of the Company shall stand reduced from Rs. 28,62,64,000/- (Rupees Twenty Eight Crores Sixty Lakhs Sixty Four Thousand only) divided into 22,90,11,200 Equity Shares with ordinary voting rights of Re. 1/- each fully paid up and 5,72,52,800 Equity Shares with Differential Voting rights of Re. 1/- each fully paid up to Rs. 11,45,05,600/- (Rupees Eleven Crores Forty Five Lakhs Five Thousand Six Hundred only) divided into 9,16,04,480 Equity Shares with ordinary voting rights of Re. 1/- each fully paid up and 2,29,01,120 Equity Shares with Differential Voting rights of Re. 1/- each fully paid up each. The aforesaid reduction of paid-up share capital shall be effected by writing off Rs.17,17,58,400/- (Rupees Seventeen Crores Seventeen Lakhs Fifty Eight Thousand Four Hundred only) of the total accumulated losses of Rs.17,29,22,658/- (Rupees Seventeen Crores Twenty Nine Lakhs Twenty Two Thousand Six Hundred and Fifty Eight only).

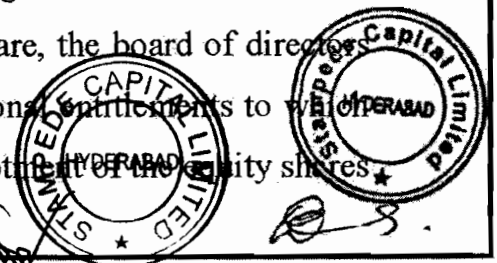
The Shareholders of the Company after reduction of capital will get 2 (Two) equity shares of Rs. 1/- (Rupee One only) each for every 5 (Five)

equity share of Rs. 1/- (Rupee One only) each held by them prior to reduction of capital.

Ex.1: A person who is holding 5 (Five) Equity Shares of Rs. 1/- each aggregating to Rs. 5/- (Rupees Five only) shall hold after reduction 2 (Two) Equity Share of Rs. 1/- each aggregating to Rs. 2/- (Rupees Two only).

Ex.2: A person who is holding 4 (Four) Equity Shares of Rs. 1/- each aggregating to Rs. 4/- (Rupees Four only) who is entitled to for 1.6 shares, out of which the Company shall issue 1 (One) Equity Share of Rs. 1/- each aggregating to Rs. 1/- (Rupee One only) and balance fraction will be dealt in accordance with clause 2.2 of this Scheme. Similarly a person who is holding 3 (Three) Equity Shares of Rs. 1/- each aggregating to Rs. 3/- (Rupees Three only) who is entitled to for 1.2 shares, out of which the Company shall issue 1 (One) Equity Share of Rs. 1/- each aggregating to Rs. 1/- (Rupee One only) and balance fraction will be dealt in accordance with clause 2.2 of this Scheme. A person who is holding 2 (Two) Equity Shares of Rs. 1/- each aggregating to Rs. 2/- (Rupees Two only) who is entitled for fractional shares shall not receive any shares his fraction will be dealt in accordance with clause 2.2 of this Scheme.

- 2.2** No fractional certificates, entitlements or credits shall be issued or given by the Company in respect of the fractional entitlements, if any, to which the shareholders of the Company are entitled on the issue and allotment of equity shares in accordance with this Scheme of Reduction of Capital. If any members of the Company have a shareholding such that such members become entitled to a fraction of a new equity share, the board of directors of the Company shall consolidate all such fractional entitlements to which the shareholders may be entitled on issue and allotment of the equity shares



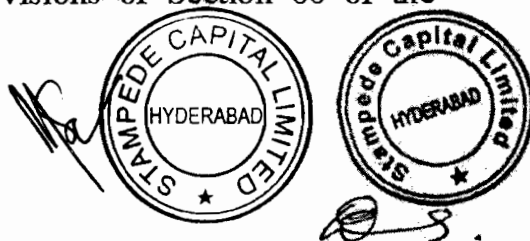
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as aforesaid and shall, without any further application, act, instrument or deed, issue and allot such fractional entitlements directly to a nominee to be appointed by the board of directors of the Company who shall hold such fractional entitlements with all additions or accretions hereto in trust for the benefit of the respective shareholders to whom they belong and their respective heirs, executors, administrators or successors for the specific purpose of selling such fractional entitlements in the market at such price or prices and at such time or times as the nominee may in his sole discretion decide and on such sale distribute the net sale proceeds to the concerned shareholders in proportion to their respective fractional entitlements.

2.3 The reduction of paid up equity share capital of Company as aforesaid would not involve diminution of liability in respect of unpaid share capital and does not involve any payment of paid-up equity share capital to the shareholders of Company. No prejudice will be caused to shareholders and/or creditors of Company by the aforesaid reduction. The Scheme does not envisage transfer or vesting of any of the properties and/or liabilities of the Company to any person or entity. The Scheme also does not involve any conveyance or transfer of any property of the Company and consequently the order of the Hon'ble National Company Law Tribunal, Hyderabad approving the Scheme will not attract any stamp duty, under the Stamp Act, in this regard.

3. COMPLIANCE

The consent of the members of the Company to this Scheme shall be taken through a Special Resolution under the provisions of Section 66 of the Companies Act, 2013.



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The Company will seek approval from the public shareholders through e-voting, as required under Para 1(A) (9)(a) of Annexure I of SEBI Circular No. CFD/DIL3/CIR/2017/21 dated March 10, 2017.

The Company will comply with all other provisions of the Companies Act, 2013, rules made thereunder and all other applicable laws as may be applicable from time to time for the reduction of share capital as contemplated in this Scheme.

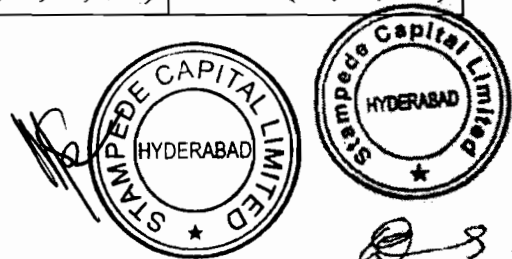
The Company will comply with all the observations and suggestions given by the Stock Exchanges and other statutory authorities.

4. EFFECT OF THE SCHEME

4.1 The books of Accounts of the Company, on the effective date, in the following manner:

Particulars	Prior to the Scheme of Reduction of Capital	After reduction
Paid-up Share Capital		
Equity Shares with ordinary voting rights of Re. 1/- each	22,90,11,200	9,16,04,480
Equity Shares with Differential Voting rights of Re. 1/- each	5,72,52,800	2,29,01,120
Total Paid-up Capital	28,62,64,000	11,45,05,600
Other Equity	(17,29,22,658)	(11,64,258)

4.2



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The Pre and Post Reduction Shareholding pattern of the Company will be as follows:

Equity Shares with Ordinary Voting Rights:

Particulars	Prior to the Scheme		After the implementation of the Scheme	
	No. of Shares (Rs. 1/- each)	% to total	No. of Shares (Rs. 1/- each)	% to total
Promoter's & Group	3,95,81,890	17.28	1,58,32,756	17.28
Public holding	18,94,29,310	82.72	7,57,71,724	82.72
Total	22,90,11,200	100	9,16,04,480	100

Equity Shares with Differential Voting Rights:

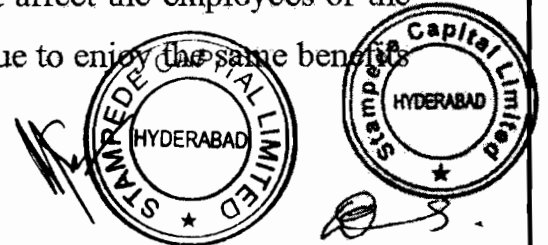
Particulars	Prior to the Scheme		After the implementation of the Scheme	
	No. of Shares (Rs. 1/- each)	% to total	No. of Shares (Rs. 1/- each)	% to total
Promoter's & Group	2,44,95,725	42.79	97,98,290	42.79
Public holding	3,27,57,075	57.21	1,31,02,830	57.21
Total	5,72,52,800	100	2,29,01,120	100

PART - C

GENERAL CLAUSES, TERMS AND CONDITIONS

5. IMPACT OF THE SCHEME ON EMPLOYEES/ WORKERS

The Scheme of Reduction of Capital would not affect the employees of the Company in any manner and they would continue to enjoy the same benefits as they used to before the Reduction of Capital.



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6. IMPACT OF THE SCHEME ON CREDITORS

The reduction of capital does not envisage payout of cash and hence would not in any way have any adverse effect on the Company's ability to honour its commitments or meet its liabilities in the ordinary course of business

7. LEGAL PROCEEDINGS

The Scheme would not affect any legal or other proceedings by or against the Company.

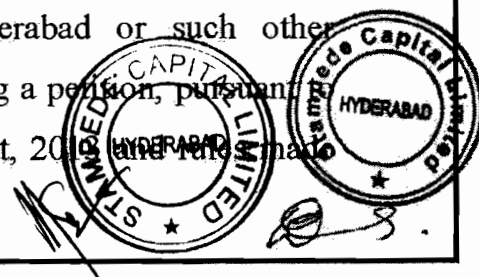
8. CONDITIONS PRECEDENT

This Scheme is and shall be conditional upon and subject to:

- 8.1 A special resolution approving the reduction is passed by the Shareholders.
- 8.2 The Scheme being approved by the Hon'ble National Company Law Tribunal under Section 66 of the Companies Act, 2013.
- 8.3 The certified copy of the order of the Hon'ble National Company Law Tribunal sanctioning this Scheme being filed with the Registrar of Companies, Andhra Pradesh and Telangana, Hyderabad.
- 8.4 All other sanctions and approvals as may be required by law in respect of this Scheme being obtained.

9. APPLICATION TO THE HON'BLE NATIONAL COMPANY LAW TRIBUNAL

Approvals of the shareholders by way of special resolution and of the Hon'ble National Company Law Tribunal, Hyderabad or such other court/authority as may be required by way of making a petition, pursuant to this Scheme under Section 66 of the Companies Act, 2013.



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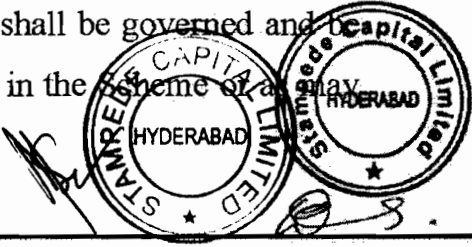
thereunder are being sought as a measure of legal compliance, transparency and prudence.

10. MODIFICATIONS / AMENDMENTS TO THE SCHEME

The Company by its Board of Directors or such other person or persons, as the Board of Directors of the Company may authorize, may make and / or consent to any modifications / amendments to this Scheme or to any conditions or limitations that the Hon'ble National Company Law Tribunal, Hyderabad or any other appropriate authority may deem fit to direct or impose or which may otherwise be considered necessary, desirable or appropriate by them or the Board, including the withdrawal of this Scheme. The Board of Directors of the Company shall take all such steps as may be necessary, desirable or proper to resolve any doubts, difficulties or questions, including interpretation of the Scheme, whether by reason of any directive or orders of any other authorities or otherwise howsoever arising out of or under or by virtue of the Scheme and /or any matter concerned or connected therewith. The power of the Board to modify / amend the Scheme shall be subject to the approval of the Hon'ble National Company Law Tribunal.

11. EFFECT OF NON-RECEIPT OF APPROVALS

In the event of any of the said sanctions and/or approvals referred to in Clause 8 above not being obtained (unless otherwise released by the Board of Directors) and / or the Scheme not being sanctioned by the Hon'ble National Company Law Tribunal or such other competent authority as aforesaid, this Scheme shall stand revoked, cancelled and be of no effect, save and except in respect of any act or deed done prior thereto as is contemplated hereunder or as to any rights and / or liabilities which might have arisen or accrued pursuant thereto and which shall be governed and preserved or worked out as is specifically provided in the Scheme or as otherwise arise in law.



12. SEVERABILITY

If any part of this Scheme hereof is invalid, ruled illegal by any appropriate authority of competent jurisdiction, or unenforceable under present or future laws, then it is the intention of the Board that such part shall be severable from the remainder of the Scheme, and the Scheme shall not be affected thereby, unless the deletion of such part shall cause this Scheme to become materially adverse, in which case the Board shall attempt to bring a suitable modification in the Scheme. The Board of Directors of Company shall be entitled to revoke, cancel and declare the Scheme of no effect, if the Board of Directors is of view that the coming into effect of the Scheme could have adverse implications on Company.

13. COSTS, CHARGES AND EXPENSES

All costs, charges, taxes including duties (including the stamp duty, if any, applicable in relation to this Scheme), levies and all other expenses, if any (save as expressly otherwise agreed) of Company arising out of or incurred in carrying out and implementing this Scheme and matters incidental thereto shall be borne and paid by the Company.

14. CANCELLATION OF SHARES

Upon this Scheme becoming finally effective, all the shareholders, if so required by the Company, shall surrender their share certificates for cancellation thereof. Notwithstanding anything to the contrary, upon the issue of the new share certificates in the Company to the Shareholders whose names shall appear in the Register of Members of the Company on such Record Date fixed as aforesaid, the old share certificates held by them in the Company shall be deemed to have been automatically cancelled and cease to be negotiable and be of no commercial or legal value, on and from the Record Date. The Company may instead of requiring the surrender of the old

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share certificates, as above, directly issue and dispatch the new share certificates of the Company in lieu thereof. In the case of shares held in dematerialized and electronic form, the required procedure for reflecting the change in the holdings of the members of the Company, as a consequence of the sanctioning of this Scheme, shall be adopted for making the necessary alterations in the Depository Accounts of the shareholders.

15.ACCOUNTING TREATMENT

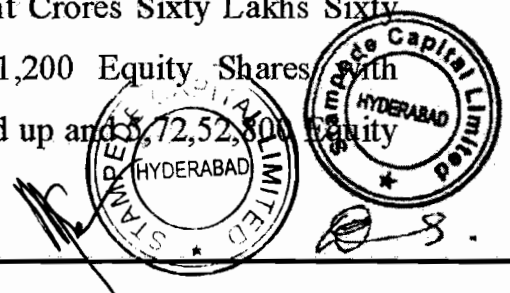
The company will comply with all relevant Accounting Policies and Accounting Standards as regards to accounting for the reduction of capital in accordance with the applicable Accounting Standards.

16.MISCELLANEOUS

16.1 Notwithstanding the reduction of capital of the Company in pursuance of this Scheme, the Company shall not be required to add the words “And Reduced” to its name as the last words thereof.

16.2 The Form of minute proposed to be registered under rule 6 of the National Company Law Tribunal (Procedure for reduction of share capital of Company) Rules, 2016, is as follows:

The Paid-up capital of Stampede Capital Limited henceforth is Rs.11,45,05,600/- (Rupees Eleven Crores Forty Five Lakhs Five Thousand Six Hundred only) divided into 9,16,04,480 Equity Shares with ordinary voting rights of Re. 1/- each fully paid up and 2,29,01,120 Equity Shares with Differential Voting rights of Re. 1/- each fully paid up each reduced from Rs. 28,62,64,000/- (Rupees Twenty Eight Crores Sixty Lakhs Sixty Four Thousand only) divided into 22,90,11,200 Equity Shares with ordinary voting rights of Re. 1/- each fully paid up and Rs. 72,52,800/-



Shares with Differential Voting rights of Re. 1/- each fully paid. At the date of Registration of this Minute 9,16,04,480 Equity Shares with ordinary voting rights of Re. 1/- each and 2,29,01,120 Equity Shares with Differential Voting rights of Re. 1/- each have been issued and are deemed to be fully paid up and remaining 17,83,95,520 (Seventeen Crores Eighty Three Lakhs Ninety Five Thousand Five Hundred and Twenty) Equity Shares with ordinary voting rights of Re. 1/- each and 4,70,98,880 (Four Crores Seventy Lakhs Ninety Eight Thousand Eight Hundred and Eighty) Equity Shares with Differential Voting rights of Re. 1/- each are unissued.







TO SHAREHOLDERS

Respected Shareholders,

On my behalf and on behalf of the Board of Directors, I welcome you all to this 25th Annual General Meeting of Company.

I feel honored and privileged once again to present you with the Annual Report for the F.Y. 2019-20. It gives me an opportunity to share my thoughts and the Company's progress during the year as well as the way forward. The financial year 2019-20 also was full of challenges and crucial commitments.

It will not be out of place at this juncture to say that your Company's ability deliver growth and sustain business gradually. The momentum is attributable to its ability to remain relevant to its esteemed customer's changing choice, preference and need.

I would like to take this opportunity on behalf of the Board of Directors and its leadership team to thank each shareholder, Banks for their continued co-operation, support and commitment to the Company.

Success is working together and not a destination; it is with this hope and faith I look forward to your continuous confidence in your Company embarking on the next phase of its growth journey.

**With Best Wishes,
Sincerely**

**Anil Thakur
Chairman
DIN: 08945434**



NOTICE OF 25TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the Twenty-Fifth Annual General Meeting (AGM) of the Members of Stampede Capital Limited ('the Company') will be held on Tuesday, 29th Day of December, 2020 at 09.00 A.M. through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM') at deemed venue at 402 to 404, 4th Floor, Saptagiri Towers, Begumpet, above Pantaloons, Hyderabad, Telangana, 500016 India to transact the following businesses:

ORDINARY BUSINESS:

Item No. 1. To review, consider and adopt Standalone Audited Financial Statements of the Company for the Financial Year ended March 31, 2020:

To review, consider and adopt the Standalone Audited Financial Statements of the Company for the Financial Year ended March 31, 2020 including the Audited Balance Sheet as at March 31, 2020, the Statement of Profit and Loss, the Cash Flow Statement of the Company for the year ended on that date and notes related thereto together with the Reports of the Board of Directors and the Auditors thereon.

SPECIAL BUSINESSES:

Item No. 2. To appoint Mr. Parameshwar Botla (DIN: 02431490) as an Independent Director:

To consider and, if thought fit, to pass, the following resolution as an **ORDINARY RESOLUTION**:

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Schedule IV to the Act (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended from time to time and pursuant to the recommendation of Board of Directors, **Mr. Parameshwar Botla (DIN: 02431490)**, who was appointed as Additional Independent Director of the Company on 12th November, 2020 under Section 161 of Companies Act, 2013 and who has submitted a declaration stating that he meets the criteria for independence as provided under Section 149 (6) of the Act and Regulation 16 (1) (b) of the Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, for a term of five consecutive years commencing from 12th November, 2020.

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) and / or Company Secretary of the Company, be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution."



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Item No. 3. To appoint Mr. Anil Thakur (DIN: 08945434) as an Independent Director:

To consider and, if thought fit, to pass, the following resolution as an **ORDINARY RESOLUTION**:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with Schedule IV to the Act (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended from time to time, and pursuant to the recommendation of the Board of Directors, **Mr. Anil Thakur (DIN: 08945434)**, who was appointed as Additional Independent Director of the Company on 12th November, 2020 under Section 161 of Companies Act, 2013 and who has submitted a declaration stating that he meets the criteria for independence as provided under Section 149 (6) of the Act and Regulation 16 (1) (b) of the Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, for a term of five consecutive years commencing from 12th November, 2020.



RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) and / or Company Secretary of the Company, be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution.”

Item No. 4. To appoint Mr. Naveen Parashar (DIN: 08399097) as Non Executive, Non Independent Director:

To consider and, if thought fit, to pass, the following resolution as an **ORDINARY RESOLUTION**:

“RESOLVED THAT pursuant the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with Companies (Appointment and Qualification of Directors) Rules, 2014, as amended from time to time and pursuant to the recommendation of the Nomination & Remuneration Committee and the Board of Directors, **Mr. Naveen Parashar (DIN: 08399097)** who was appointed as Additional Non Executive, Non Independent Director of the Company on 13th November, 2020 under Section 161 of Companies Act, 2013 and who has given his consent to be the Director, be and is hereby appointed as a Non - Executive, Non Independent Director of the Company, liable to retire by rotation, with effect from 13th November, 2020.

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) and / or Company Secretary of the Company, be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution.”



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Item No. 5. To appoint Mrs. Shaik Haseena (DIN: 08141400) as Non Executive, Non Independent Director:

To consider and, if thought fit, to pass, the following resolution as an **ORDINARY RESOLUTION**:

“RESOLVED THAT pursuant the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with Companies (Appointment and Qualification of Directors) Rules, 2014, as amended from time to time and pursuant to the recommendation of the Nomination & Remuneration Committee and the Board of Directors, **Mrs. Shaik Haseena (DIN: 08141400)** who was appointed as Additional Non Executive, Non Independent Director of the Company on 13th November, 2020 under Section 161 of Companies Act, 2013 and who has given her consent to be the Director, be and is hereby appointed as a Non - Executive, Non Independent Director of the Company, not liable to retire by rotation, with effect from 13th November, 2020.

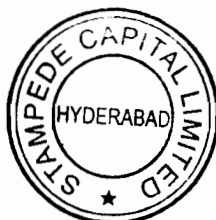
RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) and / or Company Secretary of the Company, be and are hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution.”

Item No. 6. To approve the appointment of Mr. Jonna Venkata Tirupati Rao (DIN: 07125471) as a Managing Director:

To consider and, if thought fit, to pass, the following resolution as a **SPECIAL RESOLUTION**:

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 and any other applicable provisions, if any, read along with Schedule V of the Companies Act, 2013 (‘Act’) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time, the consent of the Members be and is hereby accorded to the appointment and terms of remuneration of **Mr. Jonna Venkata Tirupati Rao** as Managing Director (‘MD’) of the Company for a period of 3 years, with effect from 27th November, 2020, not liable to retire by rotation, upon the terms and conditions set out in the Statement annexed to the Notice convening this Meeting, including the remuneration to be paid in the event of loss or inadequacy of profits in any Financial Year during his said tenure within the overall limits of Section 197 of the Act, as recommended by the Nomination and Remuneration Committee, with liberty to the Board of Directors to alter and vary the terms and conditions of the said appointment and terms of remuneration as it may deem fit and in such manner as may be agreed to between the Board and MD.

RESOLVED FURTHER THAT subject to such approvals, consents and permission as may be required, in the event of loss or inadequacy of net profits in any financial year, the Company pays **Mr. Jonna Venkata Tirupati Rao**, remuneration by way of salary, perquisites and allowances as set out in Explanatory Statement as Minimum Remuneration.



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RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to alter and vary the terms and conditions of the appointment and / or remuneration as may be agreed between the Board of Directors and **Mr. Jonna Venkata Tirupati Rao** and/or in such manner and to such extent as may be permitted or authorized in accordance with the provisions under the Act for the time being in force, subject to the same not exceeding the limits specified in Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) and / or Company Secretary of the Company, be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution."

Item No. 7. To approve Change in Designation of Mr. Srinivas Maya (DIN: 08679514), Non Executive Director of the Company from Non Executive Director to Whole Time Director:

To consider and, if thought fit, to pass, the following resolution as an **ORDINARY RESOLUTION**:

"RESOLVED THAT pursuant to the provisions of Section 196, 197, 198, 203 read with Schedule V and other applicable provisions of the Companies Act, 2013, including any statutory modification(s) or re-enactment thereof for the time being in force and subject to such approvals, consents or permissions as may be required and in terms with the enabling provisions of the Articles of Association of the Company, the consent of the Members of the Company be and is hereby accorded to elevate **Mr. Srinivas Maya (DIN: 08679514)** from Non-Executive Director to the Whole Time Director of the Company for a period of Three (3) years w.e.f. 13th November, 2020, as recommended by the Nomination & Remuneration Committee and Board of Directors in its meeting held on 13th November, 2020, on the terms and conditions including remuneration as set out in explanatory statement annexed to the notice convening this meeting, with liberty to the Board of Directors to alter and vary the terms and conditions of the said appointment and / or remuneration as it may deem fit and as may be accepted to **Mr. Srinivas Maya**, subject to the same not exceeding the limit specified under Schedule V to the Companies Act, 2013 or any statutory modifications or re-enactment thereof.

RESOLVED FURTHER THAT the office of whole Time Director shall be liable to retire by rotation, provided that if he vacates office by retirement by rotation under the provisions of the Companies Act, 2013 at any Annual General Meeting and is re-appointed as a Director at the same meeting, he shall not, by reason only of such vacation, cease to be the Whole Time Director.

RESOLVED FURTHER THAT subject to such approvals, consents and permission as may be required, in the event of loss or inadequacy of net profits in any financial year, the Company pays **Mr. Srinivas Maya**, remuneration by way of salary, perquisites and allowances as set out in Explanatory Statement as Minimum Remuneration.



RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to alter and vary the terms and conditions of the appointment and / or remuneration as may be agreed between the Board of Directors and **Mr. Srinivas Maya** and/or in such manner and to such extent as may be permitted or authorized in accordance with the provisions under the Act for the time being in force, subject to the same not exceeding the limits specified in Schedule V of the Companies Act, 2013.

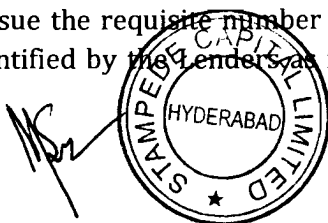
RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) and / or Company Secretary of the Company, be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution.”

Item No. 8. To approve conversion of Loan into Equity Shares or Equity shares-Differential Voting Rights:

To consider and, if thought fit, to pass, the following resolution as a **SPECIAL RESOLUTION**:

“RESOLVED THAT pursuant to Section 62 (3) and other applicable provisions, if any, of the Companies Act, 2013 and Rules made there under and in accordance with the Memorandum and Articles of Association of the Company and applicable regulations and subject to all such approval(s), consent(s), permission(s), sanction(s), if any, of appropriate statutory, governmental and other authorities and departments in this regard and subject to such condition(s) and modification(s) as may be prescribed or imposed, while granting such approval(s), consent(s), permission(s) or sanction(s), the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the “Board”, which term shall be deemed to include any committee(s) constituted/to be constituted by the Board to exercise its powers including powers conferred by this resolution), on the terms and conditions contained in the financing documents, such terms and conditions to provide, inter alia, to convert the whole or part of the outstanding loans of the Company (whether disbursed on or prior to or after the date of this resolution and whether then due or payable or not), (as already stipulated or as may be specified by the Financial Institutions / Banks and anybody corporate entity(ies) under the financing documents executed or to be executed in respect of the financial assistance which have already been availed or which may be availed) by the Company under the lending arrangements with various Banks, Financial Institutions and anybody corporate entity(ies), (hereinafter collectively referred to as the “Lenders”), at the option of the Lenders, the loans (hereinafter referred to as the “Financial Assistance”), into fully paid up equity shares of the Company with ordinary voting rights and differential voting rights on such terms and conditions as may be stipulated in the financing documents and subject to applicable law and in the manner specified in a notice in writing to be given by the Lenders (or their agents or trustees) to the Company (hereinafter referred to as the “Notice of Conversion”) and in accordance with the following conditions:

1. The conversion right reserved as aforesaid may be exercised by the Lenders on one or more occasions during the currency of the Financial Assistance;
2. On receipt of the Notice of Conversion, the Company shall, subject to the provisions of the financing documents, allot and issue the requisite number of fully paid-up equity shares to the Lenders or any other person identified by the Lenders as from the date of conversion and the



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Lenders may accept the same in satisfaction of the part of the loans so converted;

3. The part of the loan so converted shall cease to carry interest as from the date of conversion and the loan shall stand correspondingly reduced. Upon such conversion, the repayment instalments of the loan payable after the date of conversion as per the financing documents shall stand reduced proportionately by the amounts of the loan so converted. The equity shares so allotted and issued to the Lenders or such other person identified by the Lenders shall carry, from the date of conversion, the right to receive proportionately the dividends and other distributions declared or to be declared in respect of the equity capital of the Company. Save as aforesaid, the said shares shall rank pari passu with the existing equity shares with ordinary voting rights and differential voting rights of the Company in all respects as the case may be;
4. In the event that the Lenders exercise the conversion right as aforesaid, the Company shall at its cost get the equity shares with ordinary voting rights and differential voting rights as the case may be, issued to the Lenders or such other person identified by the Lenders as a result of the conversion, and list the shares in the Stock exchanges where Company's shares are presently listed and for the said purpose the Company shall take all such steps as may be necessary to ensure that the equity shares are listed in the Stock Exchanges;
5. The loans shall be converted into equity shares with ordinary voting rights and differential voting rights as the case may be at a price to be determined in accordance with the applicable Securities and Exchange Board of India Regulations at the time of such conversion.

RESOLVED FURTHER THAT the Board be and is hereby authorized to finalise the terms and conditions for raising the Financial Assistance, from time to time, with an option to convert the Financial Assistance into equity shares of the Company any time during the currency of the Financial Assistance, on the terms specified in the financing documents, including upon happening of an event of default by the Company in terms of the loan arrangements.

RESOLVED FURTHER THAT the Board be and is hereby authorized to issue, offer and allot from time to time to the Lenders such number of equity shares for conversion of the outstanding portion of the loans as may be desired by the Lenders.

RESOLVED FURTHER THAT the Board be and is hereby authorized to accept such modifications and to accept such terms and conditions as may be imposed or required by the Lenders arising from or incidental to the aforesaid terms providing for such option and to do all such acts and things as may be necessary to give effect to this resolution.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board, be and is hereby authorized to do all such acts, deeds, matters and things, as it may in its absolute discretion deem necessary, proper or desirable as may be required to create, offer, issue and allot the aforesaid shares, to dematerialize the shares of the Company and to resolve and settle any question, difficulty or doubt that may arise in this regard and to do all such other acts, deeds, matters and things in connection with or incidental thereto as the Board in its absolute discretion may deem fit, without being required to seek any further consent or approval of the members or otherwise to the end and intent that they shall be deemed to have given their approval there to expressly by the authority of this resolution.



RESOLVED FURTHER THAT the Board be and is hereby also authorized to delegate all or any of the powers herein conferred by this resolution on it, to any committee of Directors or any person or persons, as it may in its absolute discretion deem fit in order to give effect to this resolution.”

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) and / or Company Secretary of the Company, be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution.”

Item No. 9. To approve Change of Name of the Company:

To consider and, if thought fit, to pass, the following resolution as a **SPECIAL RESOLUTION**:

“RESOLVED THAT pursuant to provisions of Section 4, 5, 13, 14 and 15 of the Companies Act, 2013 and rules made there under (including any statutory modification or re-enactment thereof for the time being in force) and other applicable provisions, if any, and subject to provision of memorandum of association, article of association of Company, listing agreement entered between Company with stock exchanges (BSE & NSE) and subject to the approvals, Stock Exchanges, Registrar of Company or any other regulatory Authority(ies) as may be required in this matter, consent of the Company be and is hereby granted for changing the name of the Company from “STAMPEDE CAPITAL LIMITED” to “GAYI ADI CAPITAL LIMITED” or any other name as approved by the authorities.

RESOLVED FURTHER THAT the name “STAMPEDE CAPITAL LIMITED” wherever it occurs in Memorandum and Articles of Association, letterheads, hoardings, envelopes, stamps, stationary, business letters, billheads, letter papers and other official publications or documents be substituted by new name “GAYI ADI CAPITAL LIMITED” or any other name as approved by the authorities.

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) and / or Company Secretary of the Company, be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution.”

Item No. 10. To approve Reduction of Share Capital of the Company:

To consider and, if thought fit, to pass, the following resolution as a **SPECIAL RESOLUTION**:

“RESOLVED THAT pursuant to the provisions of Section 66 read with other applicable provisions of the Companies Act, 2013 and rules made there under and subject to (a) the consent of other appropriate authorities, if any; and (b) the confirmation by The National Company Law Tribunal and/or any other regulatory authority as may be prescribed under the Companies Act, 2013 as the case may be in this regard and such other approvals as may be required and Pursuant to the Article 47 of the Article of the Association of the Company, the consent of the members of the Company be and is hereby accorded for the reduction of share capital of the Company and writing off the accumulated losses of the Company as on 31st March, 2019, against such reduction of capital.



RESOLVED FURTHER THAT the terms and conditions of such Reduction of Capital which, inter-alia, include the following:

- a. The total paid up Share Capital of the Company shall be reduced **FROM** Rs. 28,62,64,000/- (Rupees Twenty Eight Crores Sixty Lakhs Sixty Four Thousand only) divided into 22,90,11,200 Equity Shares with ordinary voting rights of Rs. 1/- each fully paid up and 5,72,52,800 Equity Shares with Differential Voting rights of Rs. 1/- each fully paid up **TO** Rs. 11,45,05,600/- (Rupees Eleven Crores Forty Five Lakhs Five Thousand Six Hundred only) divided into 9,16,04,480 Equity Shares with ordinary voting rights of Re. 1/- each fully paid up and 2,29,01,120 Equity Shares with Differential Voting rights of Re. 1/- each fully paid up each.
- b. The accumulated losses of the Company being the debit balance of Profit & Loss Account to the tune of Rs. 17,17,58,400/- (Rupees Seventeen Crores Seventeen Lakhs Fifty Eight Thousand Four Hundred only) as per the Audited Balance Sheet of the Company as on 31st March, 2019, will be written off against such Reduction of Capital.
- c. The Reduction of Capital shall be on proportionate basis and all the pre-reduction shareholders will remain as the shareholders of the Company even after the Reduction in the same proportion.
Be and are hereby approved.

RESOLVED FURTHER THAT post obtaining all approvals for the proposed reduction of the share capital of the Company, all the shareholders, if so required by the Company, shall surrender their share certificates for cancellation thereof. Notwithstanding anything to the contrary, upon the issue of the new share certificates in the Company to the Shareholders whose names shall appear in the Register of Members of the Company on such Record Date fixed as aforesaid, the old share certificates held by them in the Company shall be deemed to have been automatically cancelled and cease to be negotiable and be of no commercial or legal value, on and from the Record Date. The Company may instead of requiring the surrender of the old share certificates, as above, directly issue and dispatch the new share certificates of the Company in lieu thereof. In the case of shares held in dematerialized and electronic form, the required procedure for reflecting the change in the holdings of the members of the Company, as a consequence of the sanctioning of this Scheme, shall be adopted for making the necessary alterations in the Depository Accounts of the shareholders.

RESOLVED FURTHER THAT upon extinguishment of share capital, the paid up share capital of the Company be stand reduced to the extent of the face value of the shares so extinguished.

RESOLVED FURTHER THAT any Director of the Company and / or Mr. Srinivas Maya, Whole Time Director and / or Mr. Abhishek Jain, Company Secretary, be and are hereby authorized severally to do all such acts, matters, deeds and things as may be necessary or desirable including any directions for settling any question or doubt or difficulty whatsoever that may arise, for the purpose of giving effect to the proposed reduction of the share capital of the Company as placed before the Board or to any modification thereof, in particular:

- a. File application with the Hon'ble National Company Law Tribunal, Mumbai bench for directions and confirmation of the proposed reduction of equity share capital, signing, affirming and verifying affidavit, applications, petitions, vakalatnama etc. in the Hon'ble National Company Law Tribunal, Mumbai bench;



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- b. To verify, sign, deal, swear, affirm, declare, deliver, execute, make, enter into, acknowledge, record and perfect all deeds, declarations, instruments, affidavits, applications, petitions, objections, notices and writings whatsoever as may be usual, necessary, proper or expedient;
- c. Sign all documents as certified true copies;
- d. To make or prepare any applications, petitions, appeals and judges summons before any court, tribunal, or all relevant authorities and respond to the appropriate authorities;
- e. Make representation on their own or through legal counsels before Hon'ble National Company Law Tribunal, Mumbai bench or other authorities for confirmation of the proposed reduction of equity share capital; and
- f. Do all such acts and things necessary and convenient in relation thereto and to give effect to this resolution as the Board of Directors in their absolute discretion consider necessary, expedient and proper.



RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized, in their absolute discretion, to bring into effect the Proposed Reduction as afore-said on such other terms and conditions as they may consider appropriate and to accept such other conditions and modifications as may be prescribed by the National Company Law Tribunal, Mumbai Bench, Banks, Financial Institutions and other appropriate bodies/authorities while according their sanction or consent to the Proposed Reduction of share capital.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors be and is hereby authorized on behalf of the Company inter alia to evolve, decide upon and bring into effect the Proposed Reduction as afore-said and make and give effect to any modifications, changes, variations, alterations or revision in the proposal for the Proposed Reduction from time to time or to suspend, withdraw or review the proposal for the Proposed Reduction from time to time as may be specified by any statutory authority or as the Board of Directors may Suo Moto decide in its absolute discretion and to do all such acts, deeds, matters and things whatsoever, including settling any question, doubt or difficulty that may arise, as it may in its absolute discretion consider necessary, expedient, fit and proper."

Item No. 11. To approve material related Party Transactions:

To consider and, if thought fit, to pass, the following resolution as an **ORDINARY RESOLUTION:**

"RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 and with Companies (Meetings of Board and its Powers) Rules, 2014, Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR") (including any statutory modification thereof for the time being in force and as may be enacted from time to time), pursuant to recommendations of the Audit Committee and the consent accorded by the Board of Directors vide resolution passed in their respective meetings, the consent of the shareholders of the company be and is hereby accorded to related party transactions till ensuing Annual General Meeting to be held in Financial Year 2021-22 as per the details set out under item No. 12 of the Statement annexed to this Notice and that the Board of Directors be and is hereby authorized to perform and execute deeds, matters and things including



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delegation of such authority as may be deemed necessary or expedient to give effect to this resolutions and for the matters connected therewith or incidental thereto.

<u>Name of Related Party</u>	<u>Relations</u>	<u>Nature of Transaction</u>	<u>Monetary Value</u>
Gayi Adi Management and Trends Private Limited (CIN: U17299TG2018PTC124707)	Common Directors	Business Advance	30 Crore Per Annum
G.S.V. Securities Private Limited (CIN: U65990AP1996PTC107043)	Common Members holding more than 2 % of Paid up Share capital of the Company	Business Advance	30 Crore Per Annum
Haseena Apparel (OPC) Private Limited (CIN: U17299TG2020OPC138609)	Common Director	Business Advance	30 Crore Per Annum
Regency Fincorp Limited (CIN: L67120PB1993PLC013169)	Common Director	Business Advance	30 Crore Per Annum
JVTR Consultants (OPC) Private Limited (CIN: U74999TG2020OPC146388)	Common Director	Business Advance	30 Crore Per Annum

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) and / or Company Secretary of the Company, be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution."

Registered Office

402 to 404, 4th Floor, Saptagiri Towers,
 Begumpet, above Pantaloons,
 Hyderabad, Telangana, 500016, India

Place : Hyderabad

Date : 27th November, 2020

By order of the Board

For Stampede Capital Limited

Sd/-

Abhishek Jain

Company Secretary

M. No.: A62027




NOTES:

1. In view of the COVID-19 pandemic, the Ministry of Corporate Affairs ('MCA') has vide circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 ('MCA Circulars') permitted holding of the Annual General Meeting ('AGM') through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM'), without the physical presence of the Members at a common venue. In compliance with the provisions of the Act read with MCA Circulars and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), the AGM of the Company will be held through VC/OAVM. The deemed venue for the Twenty-Fifth AGM shall be the Registered Office of the Company i.e. 402 to 404, 4th Floor, Saptagiri Towers, Begumpet, above Pantaloons, Hyderabad, Telangana, 500016, India
2. For the purpose of recording the proceedings, the AGM will be deemed to be held at the registered office of the Company. Keeping in view the guidelines to fight COVID-19 pandemic, the Members are requested to attend the AGM from their respective locations by VC / OAVM and do not visit the registered office to attend the AGM.
3. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice. However, Institutional investors, who are members of the Company may appoint a representative as per applicable provisions of the Companies Act, 2013 to attend and | or vote.
4. Institutional investors, who are members of the Company, are encouraged to attend the 25th AGM of the Company through VC/ OAVM mode and vote electronically. Corporate members are required to send a scanned copy (PDF/JPG Format) of the Board Resolution/ Power of Attorney authorizing its representatives to attend and vote at the AGM through VC / OAVM on its behalf pursuant to Section 113 of the Act. The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered email address to psscruinizer@gmail.com with a copy marked to helpdesk.evoting@cdslindia.com
5. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
6. A statement pursuant to Section 102 (1) of the Companies Act, 2013 ('the Act') setting out the material facts concerning each item of special business set out in the Notice is annexed hereto.
7. Details under regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard II issued by Institute of Company Secretary of India in respect of the Directors seeking appointment / re-appointment at the Annual General Meeting, forms integral part of the notice.



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8. The Members can join the AGM in the VC / OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC / OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors, etc. The detailed instructions for joining the Meeting through VC/OAVM form part of the Notes to this Notice.
9. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
10. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Ltd (CDSL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as venue voting on the date of the AGM will be provided by CDSL.
11. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM along with the Annual Report 2019-20 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories and has been uploaded on the website of the Company at https://www.stampedecap.com/investor_relations.html. The Notice can also be accessed from the websites of CDSL (agency for providing the Remote e-Voting facility) i.e. www.evotingindia.com. Printed copy of the Annual Report (including the Notice) is not being sent to the Members in view of the (MCA) Circular No. 17/2020 dated April 13, 2020.
12. Members who would like to express their views/ask questions as a speaker at the Meeting may pre-register themselves by sending a request from their registered e-mail address mentioning their names, DP ID and Client ID / folio number, PAN and mobile number at cs@stampedecap.com between Tuesday, 15th December, 2020 (09.00 a.m. IST) and Friday, December, 2020 (5.00 p.m. IST). Only those Members who have pre-registered themselves as speakers will be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.
13. The electronic copies of all documents which are referred to in this Notice but not attached to it will be made available for inspection. For inspection, the Members are requested to send a request through an e-mail on cs@stampedecap.com in with Depository participant ID and Client ID or Folio number.

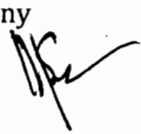


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14. Electronic copy of the Register of Directors and Key Managerial Personnel and their shareholding, maintained under the Companies Act, 2013, will be available for inspection by the Members on request by sending an e-mail on cs@stampedecap.com in with Depository participant ID and Client ID or Folio number.
15. The Members desiring any information relating to the accounts or have any questions, are requested to write to the Company on cs@stampedecap.com at least Ten days before the date of the Annual General Meeting (AGM) so as to enable the Management to keep the information ready and provide it at the AGM. Provided that the information to be provided shall be within four corners of the law and shall be provided that is permissible under law.
16. In terms of Section 72 of the Act, nomination facility is available to individual Members holding shares in the physical mode. The Members, who are desirous of availing this facility, may kindly write to Company's R & T Agent for nomination form by quoting their folio number.
17. The Register of Members and the Share Transfer Books of the Company will remain closed from Tuesday, 22nd December, 2020 to Tuesday, 29th December, 2020 (both days inclusive).
18. The Company's Registrar & Transfer Agent for its share registry (both, physical as well as electronic) is Venture Capital and Corporate Investment Private Limited ('R&TA') having its office at 12-10-167, Bharatnagar, Hyderabad-500018 (Unit: Stampede Capital Limited).
19. **Process for those members whose email ids are not registered:** The Members who have not registered their e-mail addresses are requested to register them with the Company to receive e-communication from the Company. For registering e-mail address, the Members are requested follow the below steps:
 - A. Members holding shares in physical mode are requested to provide name, folio number, mobile number, e-mail address, scanned copies of share certificate(s) (both sides), self-attested PAN and Aadhar card through e-mail on cs@stampedecap.com.
 - B. Members holding shares in dematerialized mode are requested to provide name, Depository participant ID and Client ID, mobile number, e-mail address, scanned copies of self-attested client master or Consolidated Account statement through e-mail on cs@stampedecap.com.
20. **Voting through electronic means**

✓ **How do I vote electronically using CDSL e-Voting system?**

- a. **Step 1:** The shareholders should log on to the e-voting website www.evotingindia.com
- b. **Step 2:** Click on Shareholders
- c. **Step 3:** Now Enter your User ID
 - **For CDSL:** 16 digits beneficiary ID
 - **For NSDL:** 8 Character DP ID followed by 8 Digits Client ID
 - Members holding shares in **Physical Form** should enter Folio Number registered with the Company



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d. **Step 4:** Next enter the Image Verification as displayed and Click on Login

e. **Step 5A: For Members Already Registered with CDSL**

The Members who are already registered with CDSL and have exercised e-voting through www.evotingindia.com earlier may follow the steps given below

- Use the existing password

OR

f. **Step 5B: For those Members who are not Registered with CDSL:**

The Members (holding shares in Demat | physical form) who are not already registered with CDSL and are using the e-voting facility for the first time may follow the steps given below:

i. Register as under:

- The Members who have already submitted their Permanent Account Number (PAN) to the Company | DP may enter their 10-digit alpha-numeric PAN issued by the Income Tax department. Others are requested to use the sequence number in the PAN Field. The sequence number is mentioned in the e-communication
- Enter Date of Birth (DOB) as recorded in Demat account or in records of the Company for the said Demat account or folio in DD | MM | YYYY format.

OR

- Enter the Dividend Bank Details (DBD) as recorded in Demat account or in records of the Company for the said Demat account or folio.

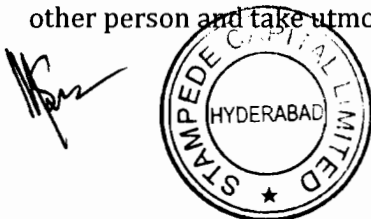
OR

- If the Dob or DBD details are not recorded with the DP or the Company, enter the Member ID | folio number in the DBD field as under:

User ID for the Members holding shares in Demat form with CDSL	16 digits beneficiary ID
User ID for the Members holding shares in Demat form with NSDL	8 Character DP ID followed by 8 Digits Client ID
User ID for the Members holding shares in physical form	the folio number of the shares held in the Company

ii. After entering these details appropriately, click on 'Submit'.

iii. The Members holding shares in physical form will reach the Company selection screen. However, the Members holding shares in Demat form will reach 'Password creation' menu and will have to enter login password in the 'new password' field. It is strongly recommended not to share the password with any other person and take utmost care to keep it confidential.

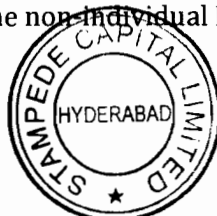


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- iv. The Members holding shares in physical form can use login details only for e-voting on the resolutions contained in this Notice.

g. **Step 6: How to Vote:**

- Click on the Electronic Voting Serial Number (**Equity: 201205006**) and (**DVR: 201205009**) of Stampede Capital Limited to vote.
 - 'Resolution description' appears on the voting page with 'Yes | No' options for voting. Select the option 'Yes' or 'No' as desired. The option 'Yes' implies assent and option 'No' implies dissent to the resolution.
 - Click on the 'Resolutions file link' to view the details.
 - After selecting the resolution, click on 'Submit' tab. A confirmation box will be displayed. To confirm vote, click on 'Ok' else click on 'Cancel'
 - After voting on a resolution, the Members will not be allowed to modify their vote.
 - A print of the voting done may be taken by clicking on 'Click here to print' tab on the voting page.
 - In case the Members holding shares in Demat form forget their password, they can enter the User ID and the image verification details and click on 'Forgot password' to generate a new one.
- ✓ **General Instruction 1:** In compliance with provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (LODR) Regulations, the Company is pleased to provide its members, as on the cut-off date being Tuesday, 22nd December, 2020 the facility to exercise their right to vote by electronic means on any or all of the businesses specified in the Notice, at the 25th Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by CDSL.
- ✓ **General Instruction 2:** The remote e-voting period commences on Thursday, 24th December, 2020 at 9:00 am and ends on Monday, 28th December, 2020 at 5:00 P.M. During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Tuesday, 22nd December, 2020 may cast their vote by remote e-voting. The remote E-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- ✓ **General Instruction 3:** The members who have casted their vote by remote e-voting prior to the AGM may also attend the AGM **but shall not be entitled to cast their votes thereat again.**
- ✓ **General Instruction 4:** A person who is not a member as on cut-off date should treat this Notice for information purpose only.
- ✓ **General Instruction 5:** The Members can also use mobile application 'm-Voting' of CDSL for e-voting using their e-voting credentials.
- ✓ **General Instruction 6:** For the non-individual Members and the Custodians:

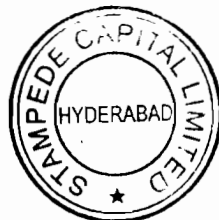


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- Non-individual Members (that is, other than individuals, Hindu Undivided Family, Non-Resident Individual) and Custodians are required to log on to www.evotingindia.com and register themselves as Corporate.
- A scanned copy of the registration form bearing the stamp and sign of the entity will be e-mailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details, a Compliance user will be created using the admin login and password. The Compliance user will be able to link the account(s) for which they wish to vote on.
- The list of accounts will be e-mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts, votes can be cast.
- A scanned copy of the Board Resolution and Power of Attorney issued in favor of the Custodian, if any, will have to be uploaded in portable document format in the system for verification by the Scrutinizer.

21. The instructions for e-voting during the AGM are as under:

- The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
- Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available in the AGM
- If any Votes are casted by the members through the e-voting available during the AGM and if the same members have not participated in the meeting through VC/OAVM facility, then the votes casted by such members shall be considered invalid as the facility of e-voting during the meeting is available only to the members participating in the meeting
- Members who have voted through remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
- Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the CDSL e-Voting system. Members may access the same at <https://www.evotingindia.com> under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.
- Members are encouraged to join the Meeting through Laptops for better experience.
- Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.



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- Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

Registered Office

402 to 404, 4th Floor, Saptagiri Towers,
Begumpet, above Pantaloons,
Hyderabad, Telangana, 500016, India

Place : Hyderabad

Date : 27th November, 2020

By order of the Board

For Stampede Capital Limited

Sd/-

Abhishek Jain

Company Secretary

M. No.: A62027



EXPLANATORY STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 2.

the Board of Directors of the Company have appointed **Mr. Parameshwar Botla**, as an Additional Independent Director of the Company to hold office for a period of five consecutive years, not liable to retire by rotation, subject to consent by the Members of the Company at this Annual General Meeting ("AGM").

As an Additional Independent Director, **Mr. Parameshwar Botla**, holds office till the date of the AGM and is eligible for being appointed as an Independent Director. The Company has received a declaration from **Mr. Parameshwar Botla**, confirming that he meets the criteria of independence as prescribed under the Act and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). **Mr. Parameshwar Botla**, is also not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director of the Company. In the opinion of the Board, **Mr. Parameshwar Botla**, fulfills the conditions for his appointment as an Independent Director as specified in the Act and the Listing Regulations and he is independent of the management.

An electronic copy of the draft letter of the appointment of Independent Director setting out the terms and conditions is available for inspection. For inspection, the Members are requested to send a request through an e-mail on cs@stampedecap.com in with Depository participant ID and Client ID or Folio number.



Pursuant to Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and details as required under SS-2 (Secretarial Standard-2 on "General Meetings") of **Mr. Parameshwar Botla**, seeking appointment as an Independent Director is given in this notice. The Board of Directors considers that on account of vast knowledge and experience of **Mr. Parameshwar Botla**, his appointment shall be in the interest of the Company. Therefore, the Board of Directors recommends the Resolution set out at Item No. 2 of the accompanying Notice for approval of the Members of the Company as an **Ordinary Resolution**.

None of the Directors / Key Managerial Personnel of the Company / their relatives is in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 2 of the Notice.

Item No. 3.

The Board of Directors of the Company have appointed **Mr. Anil Thakur**, as an Additional Independent Director of the Company to hold office for a period of five consecutive years, not liable to retire by rotation, subject to consent by the Members of the Company at this Annual General Meeting ("AGM").

As an Additional Independent Director, **Mr. Anil Thakur**, holds office till the date of the AGM and is eligible for being appointed as an Independent Director. The Company has received a declaration from **Mr. Anil Thakur**, confirming that he meets the criteria of independence as prescribed under the Act and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). **Mr. Anil Thakur**, is also not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director





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of the Company. In the opinion of the Board, **Mr. Anil Thakur**, fulfills the conditions for his appointment as an Independent Director as specified in the Act and the Listing Regulations and he is independent of the management.

An electronic copy of the draft letter of the appointment of Independent Director setting out the terms and conditions is available for inspection. For inspection, the Members are requested to send a request through an e-mail on cs@stampedecap.com in with Depository participant ID and Client ID or Folio number.

Pursuant to Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and details as required under SS-2 (Secretarial Standard-2 on "General Meetings") of **Mr. Anil Thakur**, seeking appointment as an Independent Director is given in this notice.

The Board of Directors considers that on account of vast knowledge and experience of **Mr. Anil Thakur**, his appointment shall be in the interest of the Company. Therefore, the Board of Directors recommends the Resolution set out at Item No. 3 of the accompanying Notice for approval of the Members of the Company as an **Ordinary Resolution**.

None of the Directors / Key Managerial Personnel of the Company / their relatives is in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 3 of the Notice.

Item No. 4.

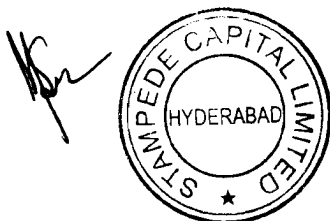
Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company have appointed **Mr. Naveen Parashar**, as an Additional Non Executive, Non Independent Director of the Company liable to retire by rotation, subject to consent by the Members of the Company at this Annual General Meeting ("AGM").

As an Additional Non Executive, Non Independent Director, **Mr. Naveen Parashar**, holds office till the date of the AGM and is eligible for being appointed as Non Executive, Non Independent Director. The Company has received a declaration from **Mr. Naveen Parashar**, confirming that he is also not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Non Executive, Non Independent Director of the Company.

An electronic copy of the draft letter of the appointment of Non Executive Non Independent Director setting out the terms and conditions is available for inspection. For inspection, the Members are requested to send a request through an e-mail on cs@stampedecap.com in with Depository participant ID and Client ID or Folio number.

Pursuant to Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and details as required under SS-2 (Secretarial Standard-2 on "General Meetings") of **Mr. Naveen Parashar**, seeking appointment as an Non Executive Non Independent Director is given in this notice.

The Board of Directors considers that on account of vast knowledge and experience of **Mr. Naveen Parashar**, his appointment shall be in the interest of the Company. Therefore, the Board of Directors recommends the Resolution set out at Item No. 4 of the accompanying Notice for approval of the Members of the Company as an **Ordinary Resolution**.



Except **Mr. Naveen Parashar**, none of other Directors / Key Managerial Personnel of the Company / their relatives is in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of the Notice.

Item No. 5.

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company have appointed **Mrs. Shaik Haseena**, as an Additional Non Executive, Non Independent Director of the Company not liable to retire by rotation, subject to consent by the Members of the Company at the ensuing Annual General Meeting ("AGM").

As an Additional Non Executive, Non Independent Director, **Mrs. Shaik Haseena**, holds office till the date of the AGM and is eligible for being appointed as Non Executive, Non Independent Director. The Company has received a declaration from **Mrs. Shaik Haseena**, confirming that she is also not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given her consent to act as a Non Executive, Non Independent Director of the Company.

An electronic copy of the draft letter of the appointment of Non Executive Non Independent Director setting out the terms and conditions is available for inspection. For inspection, the Members are requested to send a request through an e-mail on cs@stampedecap.com in with Depository participant ID and Client ID or Folio number.

Pursuant to Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and details as required under SS-2 (Secretarial Standard-2 on "General Meetings") of **Mrs. Shaik Haseena**, seeking appointment as an Non Executive Non Independent Director is given in this notice.


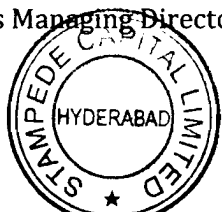
The Board of Directors considers that on account of vast knowledge and experience of **Mrs. Shaik Haseena**, her appointment shall be in the interest of the Company. Therefore, the Board of Directors recommends the Resolution set out at Item No. 5 of the accompanying Notice for approval of the Members of the Company as an **Ordinary Resolution**.

Except **Mrs. Shaik Haseena and Mr. Jonna Venkata Tirupati Rao**, none of other Directors / Key Managerial Personnel of the Company / their relatives is in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 of the Notice.

Item No. 6.

The Board of Directors on recommendation of the Nomination and Remuneration Committee considered that Mr. Tirupati's level of competence Company's business areas would be of immense benefit towards the future business and financial growth of the Company therefore it is desirable to avail of his services as Managing Director. Based on the above, the Board of Directors of the Company appointed **Mr. Jonna Venkata Tirupati Rao** as the Managing Director of the Company, not liable to retire by rotation, for a period of three years effective from 27th November, 2020, subject to approval of the Shareholders.

The main terms and conditions relating to the re-appointment and terms of remuneration **Mr. Jonna Venkata Tirupati Rao** as Managing Director are as follows:

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1. **Tenure:** For a period of 3 years i.e., from November 27, 2020 to November 26, 2023.
2. **Nature of Duties:** The Managing Director shall devote his whole time and attention to the business of the Company and perform such duties as may be entrusted to him by the Board from time to time and separately communicated to him and exercise such powers as may be assigned to him, subject to superintendence, control and directions of the Board in connection with and in the best interests of the business of the Company.

3. **Remuneration:** The Managing Director shall be entitled to remuneration as stated here under:

A. Basic Salary:

10,00,000 /- Per Month to a maximum of 15,00,000/- Per Month, with authority to the Board or a Committee thereof to fix his Basic Salary within the said Maximum amount
Provided that annual increment shall be decided by the Board based on the recommendations of the Nomination and Remuneration Committee ('NRC'). The recommendation of NRC will be based on Company performance and individual performance.

B. Benefits, perquisites and allowances:

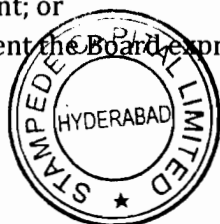
Benefits, Perquisites and Allowances as may be determined by the Board from time to time over and above the Basic Salary.

C. Minimum Remuneration:

Notwithstanding anything to the contrary here in contained where in any Financial Year during the currency of the tenure of Managing Director of the Company has no profits or its profits are inadequate, the Company will pay remuneration by way of Basic Salary, Benefits, Perquisites, Allowances and Incentive Remuneration as specified above within the Limits allowed under the Companies Act, 2013 read with Schedule V of the said Act.

D. Termination:

- The appointment may be terminated earlier, without any cause, by either Party by giving to the other Party six months' notice of such termination or the Company paying six months' remuneration which shall be limited to provision of Salary, Benefits, Perquisites, Allowances and any pro-rated Bonus/Performance Linked Incentive/Commission (paid at the discretion of the Board), in lieu of such notice.
- The employment of the Managing Director may be terminated by the Company without notice or payment in lieu of notice:
 - if the Managing Director is found guilty of any gross negligence, default or misconduct in connection with or affecting the business of the Company to which he is required by the Agreement to render services;
 - In the event of any serious or repeated or continuing breach (after prior warning) or non-observance by Managing Director of any of the stipulations contained in the Agreement; or
 - In the event the Board expresses its loss of confidence in the Managing Director.



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- In the event the Managing Director is not in a position to discharge his official duties due to any physical or mental incapacity, the Board shall be entitled to terminate his contract on such terms as the Board may consider appropriate in the circumstances.
- If and when this Agreement expires or is terminated for any reason whatsoever, **Mr. Jonna Venkata Tirupati Rao** will cease to be the Managing Director but shall not be ceased to be a Director of the Company. If at any time, **Mr. Jonna Venkata Tirupati Rao** ceases to be a Director of the Company for any reason whatsoever, he shall cease to be the Managing Director and this Agreement shall forthwith terminate. If at any time, the Managing Director ceases to be in the employment of the Company for any reason whatsoever, he shall cease to be a Director and Managing Director of the Company.

E. Policies:

All Personnel Policies of the Company and the related rules which are applicable to other employees of the Company shall also be applicable to the Managing Director unless specifically provided otherwise.

An electronic copy of the draft letter of the appointment of Managing Director setting out the terms and conditions is available for inspection. For inspection, the Members are requested to send a request through an e-mail on cs@stampedecap.com in with Depository participant ID and Client ID or Folio number.

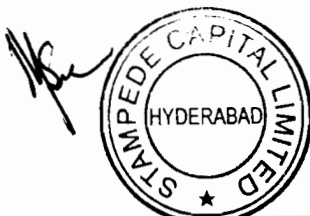
Pursuant to Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and details as required under SS-2 (Secretarial Standard-2 on "General Meetings") of **Mr. Jonna Venkata Tirupati Rao**, seeking appointment as Managing Director is given in this notice. The Board of Directors also considers that on account of vast knowledge and experience of **Mr. Jonna Venkata Tirupati Rao**, his appointment shall be in the interest of the Company. Therefore, the Board of Directors recommends the Resolution set out at Item No. 6 of the accompanying Notice for approval of the Members of the Company as a **Special Resolution**.

Except **Mr. Jonna Venkata Tirupati Rao** and **Mrs. Shaik Haseena (DIN: 08141400)**, none of other Directors / Key Managerial Personnel of the Company / their relatives is in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 6 of the Notice.

Item No. 7.

The Board of Directors on recommendation of the Nomination and Remuneration Committee considered that Mr. Maya's level of competence towards developments in Company's business areas would be of immense benefit and financial growth of the Company therefore it is desirable to avail his services as Whole Time Director. Based on the above, the Board of Directors of the Company changed the designation of **Mr. Srinivas Maya** from Non Executive Director to Whole Time Director of the Company, liable to retire by rotation, for a period of three years effective from 13th November, 2020, subject to approval of the Shareholders.

The main terms and conditions relating to the re-appointment and terms of remuneration **Mr. Srinivas Maya** as Whole Time Director are as follows:



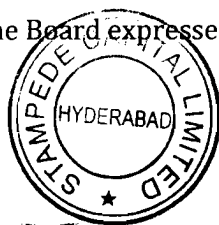
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1. **Tenure:** For a period of 3 years i.e., from November 13, 2020 to November 12, 2023.
2. **Nature of Duties:** The Whole Time Director shall devote his whole time and attention to the business of the Company and perform such duties as may be entrusted to him by the Board from time to time and separately communicated to him and exercise such powers as may be assigned to him, subject to superintendence, control and directions of the Board in connection with and in the best interests of the business of the Company.
3. **Remuneration:** The Whole Time Director shall be entitled to remuneration as stated here under in terms of Schedule V of the Companies Act, 2013:
 - A. **Basic Salary:**

2,00,000 /- Per Month to a maximum of 5,00,000/- Per Month, with authority to the Board or a Committee thereof to fix his Basic Salary within the said Maximum amount
Provided that annual increment shall be decided by the Board based on the recommendations of the Nomination and Remuneration Committee ('NRC'). The recommendation of NRC will be based on Company performance and individual performance.
 - B. **Benefits, perquisites and allowances:**

Benefits, Perquisites and Allowances as may be determined by the Board from time to time over and above the Basic Salary within the Limits allowed under the Companies Act, 2013 read with Schedule V of the said Act.
 - C. **Minimum Remuneration:**

Notwithstanding anything to the contrary here in contained where in any Financial Year during the currency of the tenure of Whole Time Director of the Company has no profits or its profits are inadequate, the Company will pay remuneration by way of Basic Salary, Benefits, Perquisites, Allowances and Incentive Remuneration as specified above within the Limits allowed under the Companies Act, 2013 read with Schedule V of the said Act.
 - D. **Termination:**
 - The appointment may be terminated earlier, without any cause, by either Party by giving to the other Party six months' notice of such termination or the Company paying six months' remuneration which shall be limited to provision of Salary, Benefits, Perquisites, Allowances and any pro-rated Bonus/Performance Linked Incentive/Commission (paid at the discretion of the Board), in lieu of such notice.
 - The employment of the Whole Time Director may be terminated by the Company without notice or payment in lieu of notice:
 - if the Whole Time Director is found guilty of any gross negligence, default or misconduct in connection with or affecting the business of the Company to which he is required by the Agreement to render services;
 - In the event of any serious or repeated or continuing breach (after prior warning) or non-observance by Whole Time Director of any of the stipulations contained in the Agreement; or
 - In the event the Board expresses its loss of confidence in the Whole Time Director.





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- In the event the Whole Time Director is not in a position to discharge his official duties due to any physical or mental incapacity, the Board shall be entitled to terminate his contract on such terms as the Board may consider appropriate in the circumstances.
- If and when this Agreement expires or is terminated for any reason whatsoever, **Mr. Srinivas Maya** will cease to be the Whole Time Director but shall not cease to be a Director of the Company. If at any time, **Mr. Srinivas Maya** ceases to be a Director of the Company for any reason whatsoever, he shall cease to be the Whole Time Director and this Agreement shall forthwith terminate. If at any time, the Whole Time Director ceases to be in the employment of the Company for any reason whatsoever, he shall cease to be a Director and Whole Time Director of the Company.

E. Policies:

All Personnel Policies of the Company and the related rules which are applicable to other employees of the Company shall also be applicable to the Whole Time Director unless specifically provided otherwise.

An electronic copy of the draft letter of the appointment of Whole Time Director setting out the terms and conditions is available for inspection. For inspection, the Members are requested to send a request through an e-mail on cs@stampedecap.com in with Depository participant ID and Client ID or Folio number.

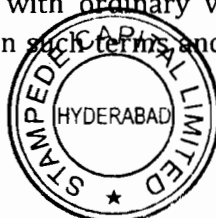
Pursuant to Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and details as required under SS-2 (Secretarial Standard-2 on "General Meetings") of **Mr. Srinivas Maya**, seeking appointment as Whole Time Director is given in this notice

The Board of Directors also considers that on account of vast knowledge and experience of **Mr. Srinivas Maya**, his appointment shall be in the interest of the Company. Therefore, the Board of Directors recommends the Resolution set out at Item No. 7 of the accompanying Notice for approval of the Members of the Company as an **Ordinary Resolution**.

Except **Mr. Srinivas Maya**, none of other Directors / Key Managerial Personnel of the Company / their relatives is in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 7 of the Notice.

Item No. 8.

In line with the regulatory changes in the recent past, the changes in the Companies Act and in line with various directives issued by Reserve Bank of India, from time to time, and in pursuance of the financing documents of the Company, the Company is required to pass a Special Resolution under Section 62 (3) of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013 and Rules made there under to enable the Banks and Financial Institutions (hereinafter referred to as the "Lenders") to convert the outstanding debt or any other financial assistance categorized as debt (hereinafter referred to as the "Financial Assistance"), in foreign currency or Indian Rupee, already availed or to be availed from the Lenders or as may be availed from the Lenders, from time to time, at their option, into equity shares with ordinary voting rights and differential voting rights of the Company as the case may be upon such terms and conditions as may be deemed appropriate by the



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Board and at a price to be determined in accordance with the applicable laws at the time of such conversion.

Section 62 (3) of the Companies Act, 2013, provides that nothing in Section 62 shall apply to the increase of the subscribed capital of a Company caused by the exercise of an option as a term attached to the debentures issued or loan raised by the company to convert such debentures or loans into shares in the Company; provided that the terms of issue of such debentures or loan containing such an option have been approved before the issue of such debentures or the raising of loan by a special resolution passed by the company in General Meeting.

Pursuant to Section 180 (1) (a) and 180 (1) (c) of the Companies Act, 2013, the Board of Directors of the Company also recommends to borrow any sum or sums of monies (apart from temporary loans obtained from the Company's Bankers in the ordinary course of business), from time to time, in such form and manner and on such terms and conditions as the Board may deem fit. For the purposes of such Borrowings, the Company may, from time to time, be required to execute financing documents, which provides for an enabling option to the Lenders, to convert the whole or any part of such outstanding Financial Assistance (comprising loans, debentures or any other financial assistance categorized as loans), into fully paid up equity shares with ordinary voting rights and differential voting rights of the Company as the case may be.



Accordingly, the Board of Director recommends the resolution as set forth in the item no. 8 of the Notice, to enable the Lenders, in terms of the lending arrangements, entered/to be entered and as may be specified by the Banks/Financial Institutions and anybody corporate entity(ies) under the financing documents already executed or to be executed in respect of the Financial Assistance availed/ to be availed, at their option, to convert the whole or part of their respective outstanding Financial Assistance into equity shares with ordinary voting rights and differential voting rights of the Company as the case may be, upon such terms and conditions as may be deemed appropriate by the Board and at a price to be determined in accordance with the applicable Securities and Exchange Board of India Regulations at the time of such conversion.

The Company hereby clarifies that this resolution is merely an enabling resolution and there are no proposals of conversion of loan into equity shares with voting rights and equity shares with differential voting rights, either pending or envisaged currently. Therefore, the Board of Directors recommends the Resolution set out at Item No. 8 of the accompanying Notice for approval of the Members of the Company as a **Special Resolution**.

None of other Directors / Key Managerial Personnel of the Company / their relatives is in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 8 of the Notice.

Item No. 9.

Pursuant to the provisions of Section 13 (2) of the Companies Act, 2013, any alteration in the name clause of the Memorandum of Association of the Company shall be made only after obtaining the consent of the shareholders by passing a Special resolution and the approval of Registrar of Companies and all other statutory approvals. The Board has proposed the name of the Company be changed from

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“STAMPEDE CAPITAL LIMITED” to “GAYI ADI CAPITAL LIMITED” or any other name as approved by the authorities.

An electronic copy of the Memorandum of Association and Articles of Association of the Company together with the proposed amendments is available for inspection. For inspection, the Members are requested to send a request through an e-mail on cs@stampedecap.com in with Depository participant ID and Client ID or Folio number.

The Board of Directors recommends the Resolution set out at Item No. 9 of the accompanying Notice for approval of the Members of the Company as a **Special Resolution**.

None of other Directors / Key Managerial Personnel of the Company / their relatives is in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 9 of the Notice.

Item No. 10.

Based on the recommendation of Audit Committee, the Board of Directors of the Company in its meeting held on 30th April, 2019 unanimously approved the reduction of the paid-up equity share capital by 60% on proportionate basis, under section 66 of the Companies Act, 2013 and other applicable provisions subject to approvals, consents, permissions of National Company Law Tribunal and other statutory authorities.

The Board of Directors discussed that there was an accumulated loss (debit balance of Profit & Loss Account) of Rs. 17,29,22,658/- as per the last Audited Annual Accounts of the Company for the Financial Year ended March 31, 2019. In order to re-align the relation between capital & assets; and to accurately and fairly reflect the liabilities & assets of the Company in its books of accounts; and for better presentation of the Financial Position of the Company, the Board of Directors has decided to write off the Rs.17,17,58,400/- (Rupees Seventeen Crores Seventeen Lakhs Fifty Eight Thousand Four Hundred only) of the total accumulated losses of Rs.17,29,22,658/- (Rupees Seventeen Crores Twenty Nine Lakhs Twenty Two Thousand Six Hundred and Fifty Eight only) against reduction in the share capital of the Company in accordance with section 66 of the Companies Act, 2013 and other applicable provisions.

Thereafter, the Company had applied with BSE and NSE (Stock Exchanges) in order to take No Objection Letter In terms of the Securities and Exchange Board of India ('SEBI') Circular No. CIR/CFD/CMD/16/2015 dated November 30, 2015. BSE and NSE vide its letter dated 22.10.2020 and 26.10.2020 respectively issued No Objection Letters to the proposal of afore-said Reduction of Capital. The Company had also taken fairness opinion from Ashika Capital Limited, SEBI Authorized Merchant Banker on proposed Reduction of Capital.

An electronic copy of the No Objection Letters from BSE and NSE along with fairness opinion is available for inspection. For inspection, the Members are requested to send a request through an e-mail on cs@stampedecap.com in with Depository participant ID and Client ID or Folio number.

Further, this resolution is subject to the approval of shareholders, National Company Law Tribunal and other statutory authorities. After necessary approvals,, the subscribed, issued and paid-up capital of the Company shall stand reduced **FROM** Rs. 28,62,64,000/- (Rupees Twenty Eight Crores Sixty Lakhs Sixty Four Thousand only) divided into 22,90,11,200 Equity Shares with ordinary voting rights



of Rs. 1/- each fully paid up and 5,72,52,800 Equity Shares with Differential Voting rights of Rs. 1/- each fully paid up **TO** Rs. 11,45,05,600/- (Rupees Eleven Crores Forty Five Lakhs Five Thousand Six Hundred only) divided into 9,16,04,480 Equity Shares with ordinary voting rights of Re. 1/- each fully paid up and 2,29,01,120 Equity Shares with Differential Voting rights of Re. 1/- each fully paid up each. The aforesaid reduction of paid-up share capital shall be effected by writing off Rs.17,17,58,400/- (Rupees Seventeen Crores Seventeen Lakhs Fifty Eight Thousand Four Hundred only) of the total accumulated losses of Rs.17,29,22,658/- (Rupees Seventeen Crores Twenty Nine Lakhs Twenty Two Thousand Six Hundred and Fifty Eight only).

The Shareholders of the Company after reduction of capital will get 2 (Two) equity shares of Rs. 1/- (Rupee One only) each for every 5 (Five) equity share of Rs. 1/- (Rupees Ten only) each held by them prior to reduction of capital.

Further, the proposed Capital Reduction would not in any way adversely affect the ordinary operations of the Company and the Company's equity capital structure will remain unchanged. There will be no change in the shareholding pattern of the Company pursuant to the proposed reduction of Capital as no issue of shares or reduction or cancellation of shares by the Company is envisaged under the proposed reduction of capital.

The Capital Structure and Shareholding Pattern of the Company pre-reduction of Capital post reduction of Capital are as follows:

Particulars	Prior to Reduction of Capital	Post Reduction of Capital
Paid Up Share Capital		
Equity Shares with ordinary voting rights of Rs. 1/-	22,90,11,200	9,16,04,480
Equity Shares with Differential voting rights of Rs. 1/-	5,72,52,800	2,29,01,120
Total Paid Up Capital	28,62,64,000	11,45,05,600

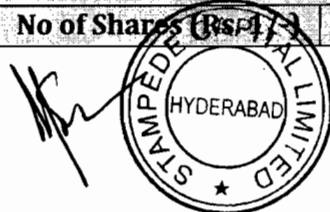
The Pre and Post Reduction Shareholding pattern of the Company will be as follows:

A. Equity Shares with Ordinary Voting Rights:

Particulars	Prior to Reduction of Capital		Post Reduction of Capital	
	No of Shares (Rs. 1/-)	% to Total	No of Shares (Rs. 1/-)	% to Total
Promoter's & Promoter Group	3,95,81,890	17.28	1,58,32,756	17.28
Public Shareholding	18,94,29,310	82.72	7,57,71,724	82.72
Total	22,90,11,200	100	9,16,04,480	100

B. Equity Shares with Differential Voting Rights:

Particulars	Prior to Reduction of Capital		Post Reduction of Capital	
	No of Shares (Rs. 1/-)	% to Total	No of Shares (Rs. 1/-)	% to Total



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Promoter's & Promoter Group	2,44,95,725	42.79	97,98,290	42.79
Public Shareholding	3,27,57,075	57.21	1,31,02,830	57.21
Total	5,72,52,800	100	2,29,01,120	100

The reduction of capital does not envisage payout of cash and hence would not in any way have any adverse effect on the Company's ability to honor its commitments or meet its liabilities in the ordinary course of business. Also, the Proposed Reduction of Capital would enable the company to reflect the better financial position in its balance sheet. This would subsequently enable the company to raise required finance to enable the company to develop its business activities and thereby increase its net worth as well as enhance the stakeholder's value. Hence, the Board of Directors recommends the Resolution set out at Item No. 10 of the accompanying Notice for approval of the Members of the Company as a **Special Resolution**.

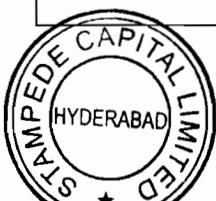
None of other Directors / Key Managerial Personnel of the Company / their relatives is in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 10 of the Notice.

Item No. 11.

Section 188 read with rules made there under prescribe certain approvals for related party transactions. Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 also prescribe seeking shareholders' approval for material related party transaction beyond specified threshold. Provision to Section 188 (1) provides that nothing contained in Section 188 (1) shall apply where transaction entered into by Company with related party in the ordinary course of business and at arm's length basis.

All the proposed transactions put up for approval are in the ordinary course of business and at arm's length basis. The transactions are repetitive in nature, considering the large volume of the transaction, the contracts / arrangements / transactions are material in nature and hence require approval of members. Pursuant to provisions of Regulations 23 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, the followings contracts / arrangements / transactions are material in nature and require approval of unrelated members of the Company by Ordinary Resolution:

<u>Name of Related Party</u>	<u>Relations</u>	<u>Nature of Transaction</u>	<u>Monetary Value</u>
Gayi Adi Management and Trends Private Limited (CIN: U17299TG2018PTC124707)	Common Directors	Business Advance	30 Crore Per Annum
G.S.V. Securities Private Limited (CIN: U65990AP1996PTC107043)	Common Members holding more than 2 % of Paid up Share capital of the	Business Advance	30 Crore Per Annum



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	Company		
Haseena Apparel (OPC) Private Limited (CIN: U17299TG20200PC138609)	Common Director	Business Advance	30 Crore Per Annum
Regency Fincorp Limited (CIN: L67120PB1993PLC013169)	Common Director	Business Advance	30 Crore Per Annum
JVTR Consultants (OPC) Private Limited (CIN: U74999TG20200PC146388)	Common Director	Business Advance	30 Crore Per Annum

Regulations 23 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, all material related party transaction shall required approval of the members through Ordinary Resolution and all related parties shall abstain from voting on such resolution.

Except Mr. Jonna Venkata Tirupati Rao (DIN: 07125471), Mrs. Shaik Haseena (DIN: 08141400) and Mr. Naveen Parashar (DIN: 08399097), None of other Directors / Key Managerial Personnel of the Company / their relatives is in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 11 of the Notice.

The Board of Directors recommends the Resolution set out at Item No. 11 of the accompanying Notice for approval of the Members of the Company as an **Ordinary Resolution**.

Registered Office

402 to 404, 4th Floor, Saptagiri Towers,
Begumpet, above Pantaloons,
Hyderabad, Telangana, 500016, India

Place : Hyderabad

Date : 27th November, 2020

By order of the Board**For Stampede Capital Limited**

Sd/-

Abhishek Jain

Company Secretary

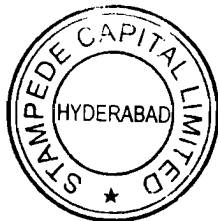
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Brief resume of Director/s seeking appointment / re-appointment

Pursuant to provisions of SEBI (LODR) Regulations and Secretarial Standards on General Meetings, relevant particulars of Directors seeking appointment / re-appointment as this AGM are given here below:

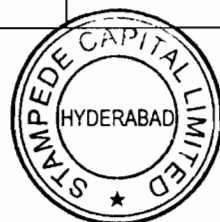
<u>Name of the Director</u>	<u>Mr. Parameshwar Botla</u>	<u>Mr. Anil Thakur</u>
DIN	02431490	08945434
Date of Birth / Age	10/01/1969	30/11/1971
Date of original appointment	12.11.2020	12.11.2020
Termination of original Agreement	2025	2025
Terms and Conditions of appointment	He will appointed as Non Executive Independent Director and shall not be eligible for remuneration. He shall be paid as per provision of law.	He will appointed as Non Executive Independent Director and shall not be eligible for remuneration. He shall be paid as per provision of law.
Appointment for 5 Years w.e.f.	12.11.2020	12.11.2020
Designation	Independent Director	Independent Director
Areas of Expertise	Finance; Law; Management; Sale; Marketing; Administration; Research; Corporate Governance; Technical operations; or Other disciplines related to Company's Business	Finance; Law; Management; Sale; Marketing; Administration; Research; Corporate Governance; Technical operations; or Other disciplines related to Company's Business
Educational Qualifications	MBA, MA and LLM	Bachelor of Commerce
Companies in which he / she holds Directorship	Nil	Nil
Other listed Companies in which he/she holds Directorship	Nil	Nil
Membership / Chairmanship of Board Committees	Nil	Nil
Shareholding as on 31 st March, 2020	Nil	Nil

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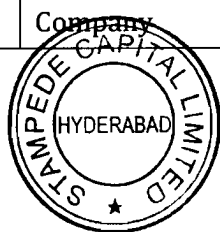
Relationship with other Directors and KMPs	No relation with any of the promoter, promoter group and director of the Company	No relation with any of the promoter, promoter group and director of the Company
No. of board meetings attended during FY 2019-20	Nil	Nil
Remuneration sought to be paid	Nil, However entitled as per Section 149 (9) of Companies Act, 2013	Nil, However entitled as per Section 149 (9) of Companies Act, 2013
Remuneration last paid	Nil	Nil

Name of the Director	Mr. Naveen Parashar	Mrs. Shaik Haseena
DIN	08399097	08141400
Date of Birth / Age	27/09/1983	14/03/1981
Date of original appointment	13.11.2020	13.11.2020
Termination of original Agreement	Not Applicable	Not Applicable
Terms and Conditions of appointment	As per Agreement to be executed between him and Company	As per Agreement to be executed between her and Company
Appointment w.e.f.	13.11.2020	13.11.2020
Designation	Non Executive Non Independent Director	Non Executive Non Independent Director
Areas of Expertise	<p>Mr. Naveen Parashar has vast experience of 16 years in exploring Indian securities market and investment strategies.</p> <p>He brings operational efficiency wherever he is appointed. He was worked as Associate Vice President at Indiabulls, Regional Manager in Sharekhan Ltd and Vice President at Globe Capital Markets Ltd.</p>	<p>Mrs. Haseena Rao has pursued her Masters degree in BA (Finance) as specialisation from Nagarjuna University. She also pursued 2 years Diploma in Textile and Fashion Designing from SNTD University, Mumbai.</p> <p>Presently, apart from being Director of Gayi Adi Management and Trends (P) Ltd, she is heading Haseena Rao Designer Boutique and Haseena Rao Silks and Handlooms which are the subsidiary units of GAMAT. She is having 10 years of experience in textile industry and entrepreneur.</p>

Educational Qualifications	Master of Business Administration	Diploma in Textile and Fashion Designing from SNDT University, Mumbai
Companies in which he / she holds Directorship	<ol style="list-style-type: none"> 1. Regency Fincorp Limited. 2. Gayi Adi Management And Trends Private Limited 3. Gayi Adi Finance And Investment Services private Limited 	<ol style="list-style-type: none"> 1. Haseenarao Apparel (OPC) Private Limited. 2. Gayi Adi Management And Trends Private Limited
Other listed Companies in which he/she holds Directorship	Nil	Nil
Membership / Chairmanship of Board Committees	Nil	Nil
Shareholding as on 31 st March, 2020	Nil	Nil
Relationship with other Directors and KMPs	Mr. Naveen Parashar is occupying a position of Director in the Board of Directors of Acquirer	Mrs. Haseena Rao is occupying a position of Director in the Board of Directors of Acquirer and she is wife of Mr. Jonna Venkata Tirupati Rao
No. of board meetings attended during FY 2019-20	Nil	Nil
Remuneration sought to be paid	As per Agreement executed between him and Company	As per Agreement executed between her and Company
Remuneration last paid	Not Applicable	Not Applicable

Name of the Director	Mr. Jonna Venkata Tirupati Rao	Mr. Srinivas Maya
DIN	07125471	08679514
Date of Birth / Age	25/02/1979	16/09/1970
Date of original appointment	27.11.2020	13.11.2020
Termination of original Agreement	November 26, 2023	November 12, 2023
Terms and Conditions of appointment	As set out in Explanatory Statement and Agreement to be executed between him and Company	As set out in Explanatory Statement and Agreement to be executed between him and Company

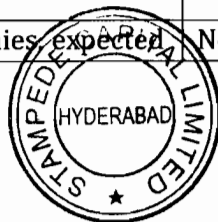
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Appointment for 3 Years w.e.f.	November 27, 2020	November 13, 2020
Designation	Managing Director	Whole Time Director
Areas of Expertise	Indian Securities Markets	Finance & Legal
Educational Qualifications	BBA from Nagarjuna University	Master of Business Administration and LLB
Companies in which he / she holds Directorship	<ol style="list-style-type: none"> 1. Aadhya E-Commerce India Private Limited 2. Gayi Adi Finance and Investment Services Private Limited 3. Gayi Adi Management and Trends Private Limited 	Nil
Other listed Companies in which he/she holds Directorship	Nil	Nil
Membership / Chairmanship of Board Committees	Nil	Nil
Shareholding as on 31 st March, 2020	Nil	Nil
Relationship with other Directors and KMPs	He is Spouse of Mrs. Shaik Haseena (Din: 08141400). No relation with other Directors	No Relation
No. of board meetings attended during FY 2019-20	Nil	Nil
Remuneration sought to be paid	As set out in Explanatory Statement	As set out in Explanatory Statement
Remuneration last paid	Not Applicable	Not Applicable

Additional information for item nos. 6 & 7

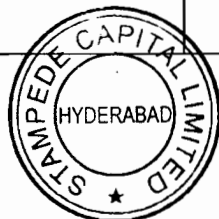
The details as required under Clause (IV) to second proviso of Section II B of Part II of Schedule V of the Companies Act, 2013 are given below:

General Information	
Nature of industry	The Company is engaged in the business of Stock Broking.
Date or Expected date of commencement of commercial production	The company is an existing company and is in operation for commercial production since 28.04.1995.
In case of new companies expected	Not applicable as the Company is an existing Company.

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date of commencement of activity as per project approved by the financial institution appearing in the prospectus			
Financial performance based on given indicators	(Rs. In Lakhs)		
Particulars	FY 2017-18 (Amount in Rs.)	FY 2018-19 (Amount in Rs.)	FY 2019-20 (Amount in Rs.)
Sales (Gross)	4,27,42,634	77,37,54,131	1,82,54,379
Loss Before Tax & Extra-Ordinary Item	(4,42,37,076)	(8,02,54,668)	(4,54,89,400)
Loss After Tax & Exceptional Item	(4,49,00,253)	(40,96,81,601)	(8,27,80,851)
Shareholders Fund	52,30,22,942	11,33,41,341	3,05,60,490
Rate of Dividend on Equity	-	-	-
Foreign investments or collaborations, if any	Nil		
Other Information			
Reasons of loss or inadequate profits	Due to unfavorable market conditions, Global recession, High input cost, inflationary trend, the Company could not achieve high levels of profits.		
Steps taken or proposed to be taken for improvement	The Company has taken cost cutting and restructuring measures to improve profitability.		
Expected increase in productivity and profits in measurable terms	The Company hopes increase in revenue and profits by improved margins in coming years.		
Information about the appointees	Mr. Jonna Venkata Tirupati Rao	Mr. Srinivas Maya	
a. Background details	<p>Mr. Jonna Venkata Tirupati Rao, an Indian resident individual, son of Venkat Rao Jonna, aged about 41 years has pursued his BBA from Nagarjuna University. He is having a vast experience of 18 years in the field of Indian Securities Markets. He leads the corporate team and directs the process: He</p> <ul style="list-style-type: none"> - Was Regional Head of Kotak Commodity Services Limited - Was Business Head in Commodity and Currency of AP region in Anand Rathi Securitie 	<p>Mr. Srinivas maya (Din: 08679514) aged 50 years, s/o Mr. Iylaiah Maya is a graduate in Master of Business Administration and LLB, has a lot of business experience in the various fields.</p> <p>He joined the company in January, 2020 as an Additional Director of the company. Prior to joining the company he had experience of 15 years of working with Many Companies and group Companies in Finance Industry</p>	

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	<ul style="list-style-type: none"> - Was Zonal Director of CD Equi-search Private Limited - Was Sr. Vice President at Anand Rathi Securities - Was CEO with Basan Equity Broking Limited - Was Managing Director with GSV Securities Private Limited. 	
b. Past Remuneration	Nil	Nil
c. Job profile and his suitability	He is suitable to this position due to experience in this industry.	He is suitable to this position due to experience in this industry
d. Remuneration proposed	As set out in Explanatory Statement	As set out in Explanatory Statement
e. Comparative remuneration profile with respect to industry, size of Company, profile of the position and person	At par with the industry standards in which the Company operates.	At par with the industry standards in which the Company operates.
f. Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any	Other than the remuneration stated above, Mr. Jonna Venkata Tirupati Rao has no other pecuniary relationship directly or indirectly with the Company.	Other than the remuneration stated above, Mr. Srinivas Maya has no other pecuniary relationship directly or indirectly with the Company.

Registered Office

402 to 404, 4th Floor, Saptagiri Towers,
Begumpet, above Pantaloons,
Hyderabad, Telangana, 500016, India

Place : Hyderabad

Date : 27th November, 2020

By order of the Board

For Stampede Capital Limited

Sd/-

Abhishek Jain

Company Secretary

M. No.: A62027




Annexure - A5

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CERTIFIED TRUE COPY OF SPECIAL RESOLUTION PASSED BY THE MEMBERS OF THE STAMPEDE CAPITAL LIMITED AT THEIR 25TH ANNUAL GENERAL MEETING HELD ON TUESDAY, 29TH DECEMBER, 2020 AT 09:00 A.M. (I.S.T.) THROUGH VIDEO CONFERENCING ("VC") / OTHER AUDIO VISUAL MEANS ("OAVM") AT THE DEEMED VENUE REGISTERED OFFICE OF THE COMPANY SITUATED AT 402 to 404, 4th, FLOOR, SAPTAGIRI TOWERS, BEGUMPET, ABOVE PANTALOONS, HYDERABAD-500016, TELANGANA, INDIA.

APPROVE REDUCTION OF SHARE CAPITAL OF THE COMPANY:

"RESOLVED THAT pursuant to the provisions of Section 66 read with other applicable provisions of the Companies Act, 2013 and rules made there under and subject to (a) the consent of other appropriate authorities, if any; and (b) the confirmation by The National Company Law Tribunal and/or any other regulatory authority as may be prescribed under the Companies Act, 2013 as the case may be in this regard and such other approvals as may be required and Pursuant to the Article 47 of the Article of the Association of the Company, the consent of the members of the Company be and is hereby accorded for the reduction of share capital of the Company and writing off the accumulated losses of the Company as on 31st March, 2019, against such reduction of capital.

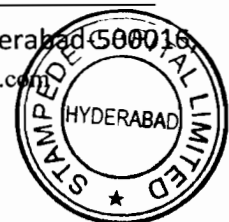
RESOLVED FURTHER THAT the terms and conditions of such Reduction of Capital which, inter-alia, include the following:

- a. The total paid up Share Capital of the Company shall be reduced **FROM** Rs. 28,62,64,000/- (Rupees Twenty Eight Crores Sixty Lakhs Sixty Four Thousand only) divided into 22,90,11,200 Equity Shares with ordinary voting rights of Rs. 1/- each fully paid up and 5,72,52,800 Equity Shares with Differential Voting rights of Rs. 1/- each fully paid up **TO** Rs. 11,45,05,600/- (Rupees Eleven Crores Forty Five Lakhs Five Thousand Six Hundred only) divided into 9,16,04,480 Equity Shares with ordinary voting rights of Re. 1/- each fully paid up and 2,29,01,120 Equity Shares with Differential Voting rights of Re. 1/- each fully paid up each.
- b. The accumulated losses of the Company being the debit balance of Profit & Loss Account to the tune of Rs. 17,17,58,400/- (Rupees Seventeen Crores Seventeen Lakhs Fifty Eight Thousand Four Hundred only) as per the Audited Balance Sheet of the Company as on 31st March, 2019, will be written off against such Reduction of Capital.
- c. The Reduction of Capital shall be on proportionate basis and all the pre-reduction shareholders will remain as the shareholders of the Company even after the Reduction in the same proportion.
Be and are hereby approved.

RESOLVED FURTHER THAT post obtaining all approvals for the proposed reduction of the share capital of the Company, all the shareholders, if so required by the Company, shall surrender their share certificates for cancellation thereof. Notwithstanding anything to the contrary, upon the issue of the new share certificates in the Company to the Shareholders whose names shall appear in the Register of Members of the Company on such Record Date

Stampede Capital Ltd.

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fixed as aforesaid, the old share certificates held by them in the Company shall be deemed to have been automatically cancelled and cease to be negotiable and be of no commercial or legal value, on and from the Record Date. The Company may instead of requiring the surrender of the old share certificates, as above, directly issue and dispatch the new share certificates of the Company in lieu thereof. In the case of shares held in dematerialized and electronic form, the required procedure for reflecting the change in the holdings of the members of the Company, as a consequence of the sanctioning of this Scheme, shall be adopted for making the necessary alterations in the Depository Accounts of the shareholders.

RESOLVED FURTHER THAT upon extinguishment of share capital, the paid up share capital of the Company be stand reduced to the extent of the face value of the shares so extinguished.

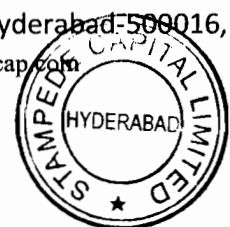
RESOLVED FURTHER THAT any Director of the Company and / or Mr. Srinivas Maya, Whole Time Director and / or Mr. Abhishek Jain, Company Secretary, be and are hereby authorized severally to do all such acts, matters, deeds and things as may be necessary or desirable including any directions for settling any question or doubt or difficulty whatsoever that may arise, for the purpose of giving effect to the proposed reduction of the share capital of the Company as placed before the Board or to any modification thereof, in particular:

- a. File application with the Hon'ble National Company Law Tribunal, Hyderabad bench for directions and confirmation of the proposed reduction of equity share capital, signing, affirming and verifying affidavit, applications, petitions, vakalatnama etc. in the Hon'ble National Company Law Tribunal, Hyderabad bench;
- b. To verify, sign, deal, swear, affirm, declare, deliver, execute, make, enter into, acknowledge, record and perfect all deeds, declarations, instruments, affidavits, applications, petitions, objections, notices and writings whatsoever as may be usual, necessary, proper or expedient;
- c. Sign all documents as certified true copies;
- d. To make or prepare any applications, petitions, appeals and judges summons before any court, tribunal, or all relevant authorities and respond to the appropriate authorities;
- e. Make representation on their own or through legal counsels before Hon'ble National Company Law Tribunal, Hyderabad bench or other authorities for confirmation of the proposed reduction of equity share capital; and
- f. Do all such acts and things necessary and convenient in relation thereto and to give effect to this resolution as the Board of Directors in their absolute discretion consider necessary, expedient and proper.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized, in their absolute discretion, to bring into effect the Proposed Reduction as afore-said on such other terms and conditions as they may consider appropriate and to accept such other conditions and modifications as may be prescribed by the National Company Law Tribunal, Hyderabad Bench, Banks, Financial Institutions and other appropriate bodies/authorities while according their sanction or consent to the Proposed Reduction of share capital.

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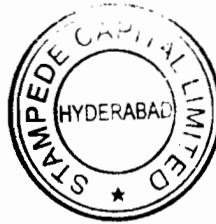
RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors be and is hereby authorized on behalf of the Company inter alia to evolve, decide upon and bring into effect the Proposed Reduction as afore-said and make and give effect to any modifications, changes, variations, alterations or revision in the proposal for the Proposed Reduction from time to time or to suspend, withdraw or review the proposal for the Proposed Reduction from time to time as may be specified by any statutory authority or as the Board of Directors may Suo Moto decide in its absolute discretion and to do all such acts, deeds, matters and things whatsoever, including settling any question, doubt or difficulty that may arise, as it may in its absolute discretion consider necessary, expedient, fit and proper.”

FOR AND ON BEHALF OF STAMPEDE CAPITAL LIMITED

Jonna Venkata Tirupati Rao
Managing Director

DIN: 07125471

Add: Villa No. 39, Manjeera Smart Homes,
Qutubullapu, Hyderabad, Telangana-500055



Date: 02.02.2021

Place: Hyderabad

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EXPLANATORY STATEMENT
(PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013)

Based on the recommendation of Audit Committee, the Board of Directors of the Company in its meeting held on 30th April, 2019 unanimously approved the reduction of the paid-up equity share capital by 60% on proportionate basis, under section 66 of the Companies Act, 2013 and other applicable provisions subject to approvals, consents, permissions of National Company Law Tribunal and other statutory authorities.

The Board of Directors discussed that there was an accumulated loss (debit balance of Profit & Loss Account) of Rs. 17,29,22,658/- as per the last Audited Annual Accounts of the Company for the Financial Year ended March 31, 2019. In order to re-align the relation between capital & assets; and to accurately and fairly reflect the liabilities & assets of the Company in its books of accounts; and for better presentation of the Financial Position of the Company, the Board of Directors has decided to write off the Rs.17,17,58,400/- (Rupees Seventeen Crores Seventeen Lakhs Fifty Eight Thousand Four Hundred only) of the total accumulated losses of Rs.17,29,22,658/- (Rupees Seventeen Crores Twenty Nine Lakhs Twenty Two Thousand Six Hundred and Fifty Eight only) against reduction in the share capital of the Company in accordance with section 66 of the Companies Act, 2013 and other applicable provisions.

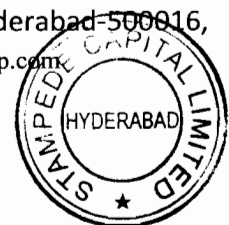
Thereafter, the Company had applied with BSE and NSE (Stock Exchanges) in order to take No Objection Letter In terms of the Securities and Exchange Board of India ('SEBI') Circular No. CIR/CFD/CMD/16/2015 dated November 30, 2015. BSE and NSE vide its letter dated 22.10.2020 and 26.10.2020 respectively issued No Objection Letters to the proposal of aforesaid Reduction of Capital. The Company had also taken fairness opinion from Ashika Capital Limited, SEBI Authorized Merchant Banker on proposed Reduction of Capital.

An electronic copy of the No Objection Letters from BSE and NSE along with fairness opinion is available for inspection. For inspection, the Members are requested to send a request through an e-mail on cs@stampedecap.com in with Depository participant ID and Client ID or Folio number.

Further, this resolution is subject to the approval of shareholders, National Company Law Tribunal and other statutory authorities. After necessary approvals,, the subscribed, issued and paid-up capital of the Company shall stand reduced **FROM** Rs. 28,62,64,000/- (Rupees Twenty Eight Crores Sixty Lakhs Sixty Four Thousand only) divided into 22,90,11,200 Equity Shares with ordinary voting rights of Rs. 1/- each fully paid up and 5,72,52,800 Equity Shares with Differential Voting rights of Rs. 1/- each fully paid up **TO** Rs. 11,45,05,600/- (Rupees Eleven Crores Forty Five Lakhs Five Thousand Six Hundred only) divided into 9,16,04,480 Equity Shares with ordinary voting rights of Re. 1/- each fully paid up and 2,29,01,120 Equity Shares with Differential Voting rights of Re. 1/- each fully paid up each. The aforesaid reduction of paid-up share capital shall be effected by writing off Rs.17,17,58,400/- (Rupees Seventeen Crores Seventeen Lakhs Fifty Eight Thousand Four Hundred only) of the total accumulated losses of Rs.17,29,22,658/- (Rupees Seventeen Crores Twenty Nine Lakhs Twenty Two Thousand Six Hundred and Fifty Eight only).

Stampede Capital Ltd.

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The Shareholders of the Company after reduction of capital will get 2 (Two) equity shares of Rs. 1/- (Rupee One only) each for every 5 (Five) equity share of Rs. 1/- (Rupees Ten only) each held by them prior to reduction of capital.

Further, the proposed Capital Reduction would not in any way adversely affect the ordinary operations of the Company and the Company's equity capital structure will remain unchanged. There will be no change in the shareholding pattern of the Company pursuant to the proposed reduction of Capital as no issue of shares or reduction or cancellation of shares by the Company is envisaged under the proposed reduction of capital.

The Capital Structure and Shareholding Pattern of the Company pre-reduction of Capital post reduction of Capital are as follows:

Particulars	Prior to Reduction of Capital	Post Reduction of Capital
Paid Up Share Capital		
Equity Shares with ordinary voting rights of Rs. 1/-	22,90,11,200	9,16,04,480
Equity Shares with Differential voting rights of Rs. 1/-	5,72,52,800	2,29,01,120
Total Paid Up Capital	28,62,64,000	11,45,05,600

The Pre and Post Reduction Shareholding pattern of the Company will be as follows:

A. Equity Shares with Ordinary Voting Rights:

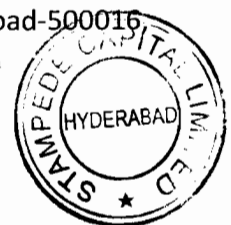
Particulars	Prior to Reduction of Capital		Post Reduction of Capital	
	No of Shares (Rs. 1/-)	% to Total	No of Shares (Rs. 1/-)	% to Total
Promoter's & Promoter Group	3,95,81,890	17.28	1,58,32,756	17.28
Public Shareholding	18,94,29,310	82.72	7,57,71,724	82.72
Total	22,90,11,200	100	9,16,04,480	100

B. Equity Shares with Differential Voting Rights:

Particulars	Prior to Reduction of Capital		Post Reduction of Capital	
	No of Shares (Rs. 1/-)	% to Total	No of Shares (Rs. 1/-)	% to Total
Promoter's & Promoter Group	2,44,95,725	42.79	97,98,290	42.79
Public Shareholding	3,27,57,075	57.21	1,31,02,830	57.21
Total	5,72,52,800	100	2,29,01,120	100

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The reduction of capital does not envisage payout of cash and hence would not in any way have any adverse effect on the Company's ability to honor its commitments or meet its liabilities in the ordinary course of business. Also, the Proposed Reduction of Capital would enable the company to reflect the better financial position in its balance sheet. This would subsequently enable the company to raise required finance to enable the company to develop its business activities and thereby increase its net worth as well as enhance the stakeholder's value. Hence, the Board of Directors recommends the Resolution set out at Item No. 10 of the accompanying Notice for approval of the Members of the Company as a **Special Resolution**.

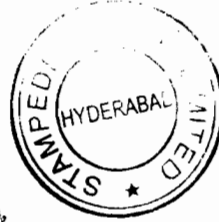
None of other Directors / Key Managerial Personnel of the Company / their relatives is in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 10 of the Notice.

FOR AND ON BEHALF OF STAMPEDE CAPITAL LIMITED

Jonna Venkata Tirupati Rao
Managing Director

DIN: 07125471

Add: Villa No. 39, Manjeera Smart Homes,
Qutubullapu, Hyderabad, Telangana-500055

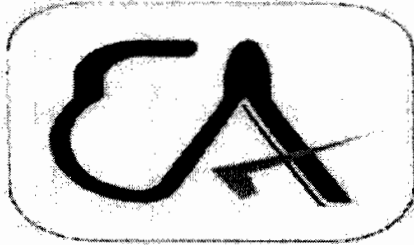


Date: 02.02.2021

Place: Hyderabad

Stampede Capital Ltd.

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CIN: L67120TG1995PLC020170



PRIYA SAPRA & ASSOCIATES

39B Old Bagadganj , Opposite Dalvi Hospital,
Telephone Exchange Square , Nagpur – 440008
☎ +91 7875904382

To,
Mr. Jonna Venkata Tirupati Rao
Managing Director
Stampede Capital Limited

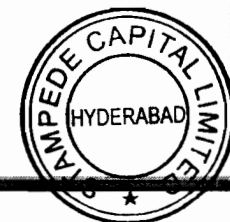
Of 25th Annual General Meeting (AGM) of the Shareholders of Stampede Capital Limited (hereinafter referred as the "Company"), held on Tuesday, 29th December, 2020 at 09.00 A.M. through Video Conferencing ('VC') / Other Audio-Visual Means ('OAVM') at deemed venue at 402 to 404, 4th Floor, Saptagiri Towers, Begumpet, above Pantaloons, Hyderabad, Telangana, 500016 India.

Re: Consolidated Report of remote e-voting and electronic voting at venue of the Twenty-Fifth Annual General Meeting for Agenda no 10 more particularly seeking consent of Equity Shareholders of the Company for Reduction of Share Capital.

Dear Sir,

- A. I, Priya Sapra, Proprietor of M/s. Priya Sapra and Associates, Practicing Chartered Accountants, appointed as Scrutinizer in the meeting of Board of Directors of the Company held on 27th November, 2020, to conduct the following in a fair and transparent manner;
- (i) **Remote e-voting** process by the Members of the Company pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014; and
 - (ii) **Electronic Voting (e-voting) at the AGM** by the Members of the Company under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 at the AGM held on Tuesday, 29th December, 2020.

On 29th December, 2020 I had already issued consolidated report of Scrutinizer on remote-e-voting and electronic voting at venue of Twenty-Fifth Annual General Meeting. This report is being issued based on Scrutinizer Report issued as afore-said and at the request of the management. This Report should not be used for any purpose other than submission in National Company Law Tribunal having jurisdiction of the Company for reduction of share capital of the Company.



Annexure - A6

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Item No 10 of Notice of 25th Annual General Meeting held on 29th December, 2020:

To approve Reduction of Share Capital of the Company:

Resolution Required: (Ordinary / Special)	Special Resolution							
Whether promoter / promoter group are interested in the agenda / resolution?	No							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favor	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) = [(2)/ (1)] *100	(4)	(5)	(6) = [(4)/ (2)] *100	(7) = [(5)/ (2)] * 100
Promoter and Promoter Group	Remote E-Voting	0	0	0	0	0	0	0
	E-voting at AGM		0	0	0	0	0	
	Total		0	0	0	0	0	0
Public - Institutional holders	Remote E-Voting	3633552	0	0	0	0	0	0
	E-voting at AGM		0	0	0	0	0	
	Total		3633552	0	0	0	0	0
Public- Non Institution	Remote E-Voting	225377648	48611707	21.57	47749109	862598	98.23	1.77
	E-voting at AGM		386424	0.17	386424	0	100.00	0.00
	Total		225377648	48998131	21.74	48135533	862598	98.24
Total		229011200	48998131	21.40	48135533	862598	98.24	1.76



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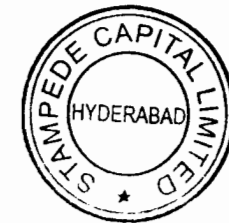
Date of Annual General Meeting	29 December, 2020
Total number of shareholders on record date	12826
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Nil
Public:	Nil
No. of Shareholders attended the meeting through Video Conferencing ('VC') / Other Audio-Visual Means ('OAVM'):	
Promoters and Promoter Group:	0
Public	32
No. of Shareholders voted in Favor of afore-said resolution	
Promoters and Promoter Group:	0
Public	61
No. of Shareholders voted against afore-said resolution	
Promoters and Promoter Group:	0
Public	8

Aforesaid resolutions were passed with requisite majority.

Thanking you,
Yours faithfully,
For Priya Sapra and Associates,
Practicing Chartered Accountant



 Priya Sapra
 Proprietor
 Membership Number 188872
 Place: Hyderabad
 Date: 29-12-2020



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PRIYA SAPRA & ASSOCIATES

39B Old Bagadganj, Opposite Dalvi Hospital,
Telephone Exchange Square, Nagpur - 440008
☎ +91 7875904382

To,
Mr. Jonna Venkata Tirupati Rao
Managing Director
Stampede Capital Limited

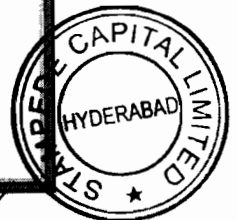
Of 25th Annual General Meeting (AGM) of the Shareholders of Stampede Capital Limited (hereinafter referred as the "Company"), held on Tuesday, 29th December, 2020 at 09.00 A.M. through Video Conferencing ('VC') / Other Audio-Visual Means ('OAVM') at deemed venue at 402 to 404, 4th Floor, Saptagiri Towers, Begumpet, above Pantaloons, Hyderabad, Telangana, 500016 India.

Re: Consolidated Report of remote e-voting and electronic voting at venue of the Twenty-Fifth Annual General Meeting for Agenda no 10 more particularly seeking consent of holders of the Company having Differential Voting Right Shares for Reduction of Share Capital.

Dear Sir,

- A. I, Priya Sapra, Proprietor of M/s. Priya Sapra and Associates, Practicing Chartered Accountants, appointed as Scrutinizer in the meeting of Board of Directors of the Company held on 27th November, 2020, to conduct the following in a fair and transparent manner;
- (i) **Remote e-voting** process by the Members of the Company pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014; and
 - (ii) **Electronic Voting (e-voting) at the AGM** by the Members of the Company under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 at the AGM held on Tuesday, 29th December, 2020.

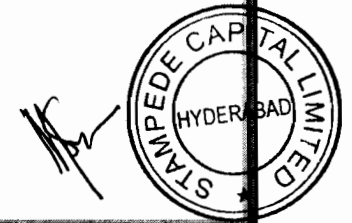
On 29th December, 2020 I had already issued consolidated report of Scrutinizer on remote-e-voting and electronic voting at venue of Twenty-Fifth Annual General Meeting. This report is being issued based on Scrutinizer Report issued as afore-said and at the request of the management. This Report should not be used for any purpose other than submission in National Company Law Tribunal having jurisdiction of the Company for reduction of share capital of the Company.



Item No 10 of Notice of 25th Annual General Meeting held on 29th December, 2020:

To approve Reduction of Share Capital of the Company:

Resolution Required: (Ordinary / Special)	Special Resolution							
Whether promoter / promoter group are interested in the agenda / resolution?	No							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)=[(5)/(2)]* 100
Promoter and Promoter Group	Remote E-Voting	0	0	0	0	0	0	0
	E-voting at AGM		0	0	0	0	0	
	Total		0	0	0	0	0	0
Public - Institutional holders	Remote E-Voting	1038001	0	0	0	0	0	0
	E-voting at AGM		0	0	0	0	0	
	Total		1038001	0	0	0	0	0
Public- Non Institution	Remote E-Voting	56214799	26211.613	0.05	26038.663	172.95	99.34	0.66
	E-voting at AGM		55.765	0.00	55.765	0	100.00	0.00
	Total		56214799	26267.378	0.05	26094.428	172.95	99.34
Total		57252800	26267.378	0.05	26094.428	172.95	99.34	0.66



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Date of Annual General Meeting	29 December, 2020
Total number of shareholders on record date	7638
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Nil
Public:	Nil
No. of Shareholders attended the meeting through Video Conferencing ('VC') / Other Audio-Visual Means ('OAVM'):	
Promoters and Promoter Group:	0
Public	32
No. of Shareholders voted in Favor of afore-said resolution	
Promoters and Promoter Group:	0
Public	56
No. of Shareholders voted against afore-said resolution	
Promoters and Promoter Group:	0
Public	5

Aforesaid resolutions were passed with requisite majority.

Thanking you,
Yours faithfully,
For Priya Sapra and Associates,
Practising Chartered Accountant

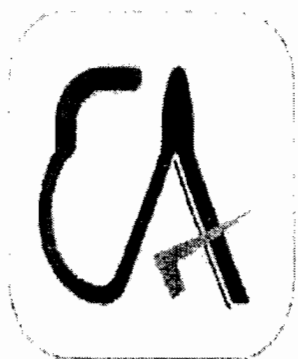
PRIYA SAPRA
Membership No. 188872
Practising Chartered Accountant
Priya Sapra No. 188872
Membership Number 188872
Place: Hyderabad
Date: 29-12-2020

[Handwritten signature]



[Handwritten signature]

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PRIYA SAPRA & ASSOCIATES

39B Old Bagadganj, Opposite Dabhi Hospital,

Telephone Exchange Square, Nagpur - 440008

+91 7875904382

Consolidated Report of Scrutinizer on remote e-voting and electronic voting at venue of the Twenty-Fifth Annual General Meeting

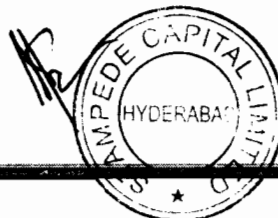
To,
Mr. Jonna Venkata Tirupati Rao
Managing Director

Of 25th Annual General Meeting (AGM) of the Shareholders of Stampede Capital Limited (hereinafter referred as the "Company"), held on Tuesday, 29th December, 2020 at 09.00 A.M. through Video Conferencing ('VC') / Other Audio-Visual Means ('OAVM') at deemed venue at 402 to 404, 4th Floor, Saptagiri Towers, Begumpet, above Pantaloons, Hyderabad, Telangana, 500016 India.

Dear Sir,

Re: Scrutinizer's Report on voting through remote e-voting and electronic voting at the Annual General Meeting ("AGM") in terms of provisions of the Companies Act, 2013 read with the Rules issued thereunder and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.

- A. I, Priya Sapra, Proprietor of M/s. Priya Sapra and Associates, Practicing Chartered Accountants, appointed as Scrutinizer in the meeting of Board of Directors of the Company held on 27th November, 2020, to conduct the following in a fair and transparent manner;
- (i) **Remote e-voting** process by the Members of the Company pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014; and
 - (ii) **Electronic Voting (e-voting) at the AGM** by the Members of the Company under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 at the AGM held on Tuesday, 29th December, 2020.
- B. The Company has hosted the notice of AGM on its website, website of agency providing platform for remote e-voting and e-voting during AGM and also intimated to BSE Ltd and National Stock Exchange of India limited.

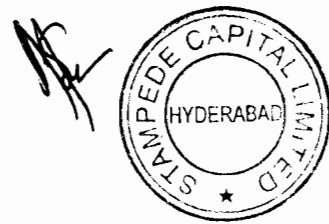


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- C. The Company had availed the remote e-voting facility provided by Central Depository Services (India) Limited (CDSL) for conducting the remote e-voting by the Members of the Company. The remote e-voting commenced from Thursday, 24th December, 2020 (9.00 am (IST)) and end on Monday, 28th December, 2020 (5.00 pm (IST)) and the CDSL remote e-voting platform was unblocked thereafter.
- D. The Company has also provided electronic voting facility by CDSL at the AGM for the Members who do not have access to/did not cast their votes through remote e-voting.
- E. After closure of the e-voting at the AGM, the report on e-voting done at the AGM was generated in my presence and diligently scrutinized.
- F. The votes cast under the remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in employment of the Company and after the conclusion of the e-voting at the AGM the votes cast thereunder were counted.
- G. On the basis of the votes exercised by the Members of the Company Consolidated results with respect to each item on the agenda as set out in the Notice of the AGM dated 29th December, 2020 is enclosed herewith:

Voting Results of the 25th AGM Pursuant to Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of Annual General Meeting/ Extraordinary General Meeting	29 December, 2020
Total number of shareholders on record date	12826
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Nil
Public:	Nil
No. of Shareholders attended the meeting through Video Conferencing ('VC') / Other Audio-Visual Means ('OAVM'):	
Promoters and Promoter Group:	0
Public	32



Agenda-wise disclosure

Ordinary Business:

Item No. 1 -:

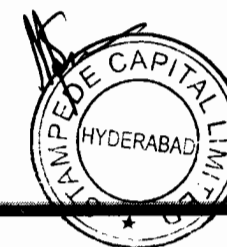
To review, consider and adopt Standalone Audited Financial Statements of the Company for the Financial Year ended March 31, 2020:

Resolution Required: (Ordinary / Special)	Ordinary Resolution							
Whether promoter / promoter group are interested in the agenda / resolution?	No							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)=[(5)/(2)]* 100
Promoter and Promoter Group	Remote E-Voting	0	0	0	0	0	0	0
	E-voting at AGM		0	0	0	0	0	
	Total		0	0	0	0	0	0
Public - Institutional holders	Remote E-Voting	3633552	0	0	0	0	0	0
	E-voting at AGM		0	0	0	0	0	
	Total		3633552	0	0	0	0	0
Public- Non Institution	Remote E-Voting	225377648	48611707	21.57	48549109	62598	99.87	0.13
	E-voting at AGM		386424	0.17	386424	0	100.00	0.00
	Total		225377648	48998131	21.74	48935533	62598	99.87
Total		229011200	48998131	21.40	48935533	62598	99.87	0.13

Special Businesses:

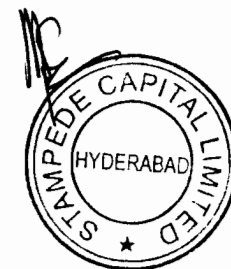
Item No. 2 -:

To appoint Mr. Parameshwar Botla (DIN: 02431490) as an Independent Director:



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Resolution Required: (Ordinary / Special)	Ordinary Resolution							
Whether promoter / promoter group are interested in the agenda / resolution?	No							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)=[(5)/(2)]* 100
Promoter and Promoter Group	Remote E-Voting	0	0	0	0	0	0	0
	E-voting at AGM		0	0	0	0	0	
	Total		0	0	0	0	0	0
Public - Institutional holders	Remote E-Voting	3633552	0	0	0	0	0	0
	E-voting at AGM		0	0	0	0	0	
	Total		3633552	0	0	0	0	0
Public- Non Institution	Remote E-Voting	225377648	48611707	21.57	48549109	62598	99.87	0.13
	E-voting at AGM		386424	0.17	386424	0	100.00	0.00
	Total		225377648	48998131	21.74	48935533	62598	99.87
Total		229011200	48998131	21.40	48935533	62598	99.87	0.13

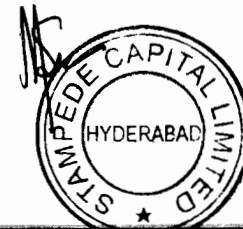


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Item No. 3 :-

To appoint Mr. Anil Thakur (DIN: 08945434) as an Independent Director:

Resolution Required: (Ordinary / Special)	Ordinary Resolution							
Whether promoter / promoter group are interested in the agenda / resolution?	No							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)=[(5)/(2)]* 100
Promoter and Promoter Group	Remote E-Voting	0	0	0	0	0	0	0
	E-voting at AGM		0	0	0	0	0	
	Total		0	0	0	0	0	0
Public - Institutional holders	Remote E-Voting	3633552	0	0	0	0	0	0
	E-voting at AGM		0	0	0	0	0	
	Total		3633552	0	0	0	0	0
Public- Non Institution	Remote E-Voting	225377648	48611707	21.57	48549109	62598	99.87	0.13
	E-voting at AGM		386424	0.17	386424	0	100.00	0.00
	Total		225377648	48998131	21.74	48935533	62598	99.87
Total		229011200	48998131	21.40	48935533	62598	99.87	0.13

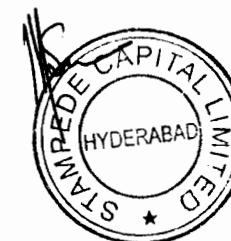


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Item No. 4 -:

To appoint Mr. Naveen Parashar (DIN: 08399097) as Non-Executive, Non-Independent Director:

Resolution Required: (Ordinary / Special)	Ordinary Resolution							
Whether promoter / promoter group are interested in the agenda / resolution?	No							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)=[(5)/(2)]* 100
Promoter and Promoter Group	Remote E-Voting	0	0	0	0	0	0	0
	E-voting at AGM		0	0	0	0	0	
	Total		0	0	0	0	0	0
Public - Institutional holders	Remote E-Voting	3633552	0	0	0	0	0	0
	E-voting at AGM		0	0	0	0	0	
	Total		3633552	0	0	0	0	0
Public- Non Institution	Remote E-Voting	225377648	48611707	21.57	48549109	62598	99.87	0.13
	E-voting at AGM		386424	0.17	386424	0	100.00	0.00
	Total		225377648	48998131	21.74	48935533	62598	99.87
Total		229011200	48998131	21.40	48935533	62598	99.87	0.13

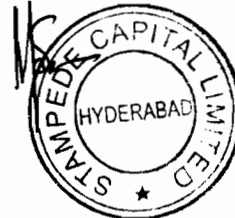


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Item No. 5 :-

To appoint Mrs. Shaik Haseena (DIN: 08141400) as Non-Executive, Non-Independent Director:

Resolution Required: (Ordinary / Special)	Ordinary Resolution							
Whether promoter / promoter group are interested in the agenda / resolution?	No							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)=[(5)/(2)]* 100
Promoter and Promoter Group	Remote E-Voting	0	0	0	0	0	0	0
	E-voting at AGM		0	0	0	0	0	
	Total		0	0	0	0	0	0
Public - Institutional holders	Remote E-Voting	3633552	0	0	0	0	0	0
	E-voting at AGM		0	0	0	0	0	
	Total		3633552	0	0	0	0	0
Public- Non Institution	Remote E-Voting	225377648	45216458	20.06	45153860	62598	99.86	0.14
	E-voting at AGM		386424	0.17	386424	0	100.00	0.00
	Total		225377648	45602882	20.23	45540284	62598	99.86
Total		229011200	45602882	19.91	45540284	62598	99.86	0.14

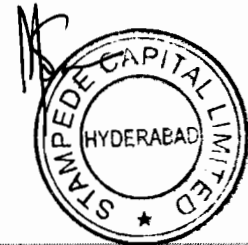


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Item No. 6 :-

To approve the appointment of Mr. Jonna Venkata Tirupati Rao (DIN: 07125471) as a Managing Director:

Resolution Required: (Ordinary / Special)	Special Resolution							
Whether promoter / promoter group are interested in the agenda / resolution?	No							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)=[(5)/(2)]* 100
Promoter and Promoter Group	Remote E-Voting	0	0	0	0	0	0	0
	E-voting at AGM		0	0	0	0	0	
	Total		0	0	0	0	0	0
Public - Institutional holders	Remote E-Voting	3633552	0	0	0	0	0	0
	E-voting at AGM		0	0	0	0	0	
	Total		3633552	0	0	0	0	0
Public- Non Institution	Remote E-Voting	225377648	45216458	20.06	45153860	62598	99.86	0.14
	E-voting at AGM		386424	0.17	386424	0	100.00	0.00
	Total		225377648	45602882	20.23	45540284	62598	99.86
Total		229011200	45602882	19.91	45540284	62598	99.86	0.14

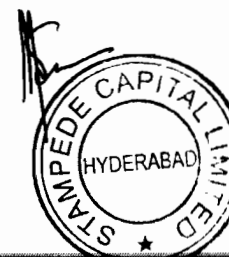


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Item No. 7 :-

To approve Change in Designation of Mr. Srinivas Maya (DIN: 08679514), Non-Executive Director of the Company to Whole Time Director:

Resolution Required: (Ordinary / Special)	Ordinary Resolution							
Whether promoter / promoter group are interested in the agenda / resolution?	No							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)=[(5)/(2)]* 100
Promoter and Promoter Group	Remote E-Voting	0	0	0	0	0	0	0
	E-voting at AGM		0	0	0	0	0	
	Total	0	0	0	0	0	0	0
Public - Institutional holders	Remote E-Voting	3633552	0	0	0	0	0	0
	E-voting at AGM		0	0	0	0	0	
	Total	3633552	0	0	0	0	0	0
Public- Non Institution	Remote E-Voting	225377648	48611707	21.57	48549109	62598	99.87	0.13
	E-voting at AGM		386424	0.17	386424	0	100.00	0.00
	Total	225377648	48998131	21.74	48935533	62598	99.87	0.13
Total		229011200	48998131	21.40	48935533	62598	99.87	0.13

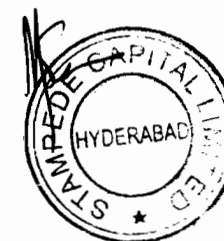


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Item No. 8 :-

To approve conversion of Loan into Equity Shares or Equity Shares-Differential Voting Rights:

Resolution Required: (Ordinary / Special)	Special Resolution							
Whether promoter / promoter group are interested in the agenda / resolution?	No							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	0	0	0	0	0	0	0
	E-voting at AGM		0	0	0	0	0	
	Total		0	0	0	0	0	0
Public - Institutional holders	Remote E-Voting	3633552	0	0	0	0	0	0
	E-voting at AGM		0	0	0	0	0	
	Total		3633552	0	0	0	0	0
Public- Non Institution	Remote E-Voting	225377648	48611707	21.57	47734109	877598	98.19	1.81
	E-voting at AGM		386424	0.17	386424	0	100.00	0.00
	Total		225377648	48998131	21.74	48120533	877598	98.21
Total		229011200	48998131	21.40	48120533	877598	98.21	1.79

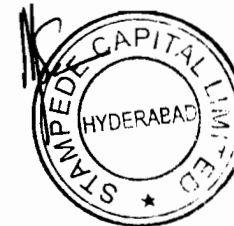


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Item No. 9 -:

To approve Change of Name of the Company:

Resolution Required: (Ordinary / Special)	Special Resolution							
Whether promoter / promoter group are interested in the agenda / resolution?	No							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)=[(5)/(2)]* 100
Promoter and Promoter Group	Remote E-Voting	0	0	0	0	0	0	0
	E-voting at AGM		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public - Institutional holders	Remote E-Voting	3633552	0	0	0	0	0	0
	E-voting at AGM		0	0	0	0	0	0
	Total		3633552	0	0	0	0	0
Public- Non Institution	Remote E-Voting	225377648	48611707	21.57	48549109	62598	99.87	0.13
	E-voting at AGM		386424	0.17	386424	0	100.00	0.00
	Total		225377648	48998131	21.74	48935533	62598	99.87
Total		229011200	48998131	21.40	48935533	62598	99.87	0.13

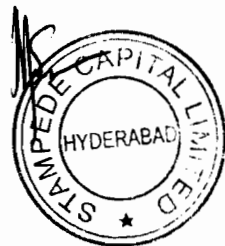


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Item No. 10 -:

To approve Reduction of Share Capital of the Company:

Resolution Required: (Ordinary / Special)	Special Resolution							
Whether promoter / promoter group are interested in the agenda / resolution?	No							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)=[(5)/(2)]* 100
Promoter and Promoter Group	Remote E-Voting	0	0	0	0	0	0	0
	E-voting at AGM		0	0	0	0	0	
	Total		0	0	0	0	0	0
Public - Institutional holders	Remote E-Voting	3633552	0	0	0	0	0	0
	E-voting at AGM		0	0	0	0	0	
	Total		3633552	0	0	0	0	0
Public- Non Institution	Remote E-Voting	225377648	48611707	21.57	47749109	862598	98.23	1.77
	E-voting at AGM		386424	0.17	386424	0	100.00	0.00
	Total		225377648	48998131	21.74	48135533	862598	98.24
Total		229011200	48998131	21.40	48135533	862598	98.24	1.76

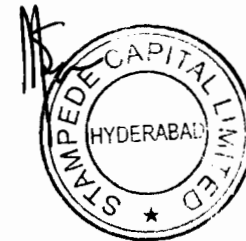


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Item No. 11 :-

To approve material related Party Transactions:

Resolution Required: (Ordinary / Special)	Ordinary Resolution							
Whether promoter / promoter group are interested in the agenda / resolution?	No							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)=[(5)/(2)]* 100
Promoter and Promoter Group	Remote E-Voting	0	0	0	0	0	0	0
	E-voting at AGM		0	0	0	0	0	
	Total		0	0	0	0	0	0
Public - Institutional holders	Remote E-Voting	3633552	0	0	0	0	0	0
	E-voting at AGM		0	0	0	0	0	
	Total		3633552	0	0	0	0	0
Public- Non Institution	Remote E-Voting	225377648	5830034	2.59	4952436	877598	84.95	15.05
	E-voting at AGM		386424	0.17	386424	0	100.00	0.00
	Total		225377648	6216458	2.76	5338860	877598	85.88
Total		229011200	6216458	2.71	5338860	877598	85.88	14.12



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- H. All the aforesaid resolutions were passed with requisite majority.
- I. As requested by the management, I am submitting herewith a consolidated report on the results of remote e-voting together with the results of voting at the AGM.

Thanking you,
 Yours faithfully,
 For Priya Sapra and Associates,
 Practising Chartered Accountant

PRIYA SAPRA
 Membership No. 188872
 Practising No. 188872
 Membership Number 188872
 Place: Hyderabad
 Date: 29-12-2020
 UDIN: 20188872AAAABT4410

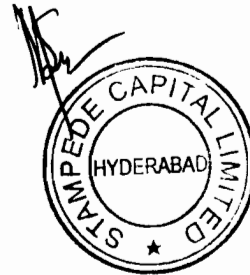
Countersigned and received by

For Stampede Capital Limited

SNSV JAGANNATHA PRASAD
 RENDUCHINTALA
 Digitally signed by SNSV JAGANNATHA PRASAD
 RENDUCHINTALA
 DN: cn=JAGANNATHA PRASAD, o=SNSV JAGANNATHA PRASAD, ou=Renduchintala, email=jagannatha.prasad@stampedecapital.com, c=IN
 Reason: I am the issuer
 Date: 2020.12.31 04:16:18 +05'30'

Managing Director /Authorized Signatory

Place :
 Date :



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PRIYA SAPRA & ASSOCIATES

39B Old Bagadganj, Opposite Dalvi Hospital,

Telephone Exchange Square, Nagpur - 440008

+91 7875904382

**Consolidated Report of Scrutinizer on remote e-voting and electronic voting at venue of the
Twenty-Fifth Annual General Meeting
[For Differential Voting Right Shares (DVR Shares*)]**

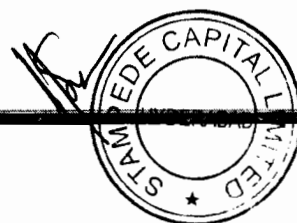
To,
Mr. Jonna Venkata Tirupati Rao
Managing Director

Of 25th Annual General Meeting (AGM) of the Shareholders of Stampede Capital Limited (hereinafter referred as the "Company"), held on Tuesday, 29th December, 2020 at 09.00 A.M. through Video Conferencing ('VC') / Other Audio-Visual Means ('OAVM') at deemed venue at 402 to 404, 4th Floor, Saptagiri Towers, Begumpet, above Pantaloons, Hyderabad, Telangana, 500016 India.

Dear Sir,

Re: Scrutinizer's Report on voting through remote e-voting and electronic voting at the Annual General Meeting ("AGM") for DVR Shares in terms of provisions of the Companies Act, 2013 read with the Rules issued thereunder and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.

- A. I, Priya Sapra, Proprietor of M/s. Priya Sapra and Associates, Practicing Chartered Accountants, appointed as Scrutinizer in the meeting of Board of Directors of the Company held on 27th November, 2020, to conduct the following in a fair and transparent manner;
- (i) **Remote e-voting** process by the Members of the Company pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014; and
 - (ii) **Electronic Voting (e-voting) at the AGM** by the Members of the Company under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 at the AGM held on Tuesday, 29th December, 2020.
- B. The Company has hosted the notice of AGM on its website, website of agency providing platform for remote e-voting and e-voting during AGM and also intimated to BSE Ltd and National Stock Exchange of India limited.



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C. The Company had availed the remote e-voting facility provided by Central Depository Services (India) Limited (CDSL) for conducting the remote e-voting by the Members of the Company. The remote e-voting commenced from Thursday, 24th December, 2020 (9.00 am (IST)) and end on Monday, 28th December, 2020 (5.00 pm (IST)) and the CDSL remote e-voting platform were unblocked thereafter.

D. The Company has also provided electronic voting facility by CDSL at the AGM for the Members who do not have access to/did not cast their votes through remote e-voting.

***Note: Every 1000 Shares carrying one vote.**

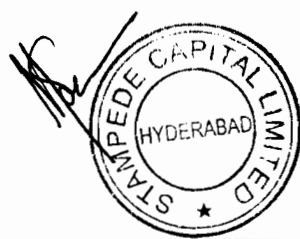
E. After closure of the e-voting at the AGM, the report on e-voting done at the AGM was generated in my presence and diligently scrutinized.

F. The votes cast under the remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in employment of the Company and after the conclusion of the e-voting at the AGM the votes cast thereunder were counted.

G. On the basis of the votes exercised by the Members of the Company Consolidated results with respect to each item on the agenda as set out in the Notice of the AGM dated 29th December, 2020 is enclosed herewith:

Voting Results of the 25th AGM (for DVR Shares) Pursuant to Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of Annual General Meeting/ Extraordinary General Meeting	29 December, 2020
Total number of shareholders on record date	7638
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Nil
Public:	Nil
No. of Shareholders attended the meeting through Video Conferencing ('VC') / Other Audio-Visual Means ('OAVM'):	
Promoters and Promoter Group:	0
Public	32



Agenda-wise disclosure

Ordinary Business:

Item No. 1 :-

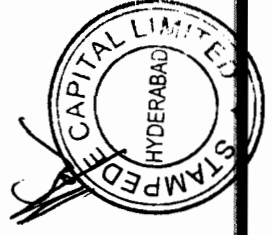
To review, consider and adopt Standalone Audited Financial Statements of the Company for the Financial Year ended March 31, 2020:

Resolution Required: (Ordinary / Special)		Ordinary Resolution									
Whether promoter / promoter group are interested in the agenda / resolution?		No									
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favor	No. of Votes - against	% of Votes in favor on votes polled	% of Votes against on votes polled	(7)=[(5)/(2)]*100	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	0	0	0	0	0	0	0	0	0	0
	E-voting at AGM		0	0	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0	0	0	0
Public - Institutional holders	Remote E-Voting	1038001	0	0	0	0	0	0	0	0	0
	E-voting at AGM		0	0	0	0	0	0	0	0	0
	Total	1038001	0	0	0	0	0	0	0	0	0
Public- Non Institution	Remote E-Voting	56214799	26211.613	0.05	26211.599	0.014	100.00	0.00	100.00	0.00	0.00
	E-voting at AGM		55.765	0.00	55.765	0	100.00	0.00	100.00	0.00	0.00
	Total	56214799	26267.378	0.05	26267.364	0.014	100.00	0.00	100.00	0.00	0.00
Total		57252800	26267.378	0.05	26267.364	0.014	100.00	0.00	100.00	0.00	0.00

Special Businesses:

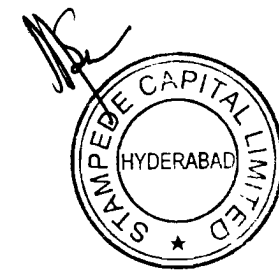
Item No. 2 :-

To appoint Mr. Parameshwar Botla (DIN: 02431490) as an Independent Director:



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Resolution Required: (Ordinary / Special)	Ordinary Resolution							
Whether promoter / promoter group are interested in the agenda / resolution?	No							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favor	No. of Votes - against	% of Votes in favor on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)=[(5)/(2)]* 100
Promoter and Promoter Group	Remote E-Voting	0	0	0	0	0	0	0
	E-voting at AGM		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public - Institutional holders	Remote E-Voting	1038001	0	0	0	0	0	0
	E-voting at AGM		0	0	0	0	0	
	Total		1038001	0	0	0	0	0
Public- Non Institution	Remote E-Voting	56214799	26211.613	0.05	26211.599	0.014	100.00	0.00
	E-voting at AGM		55.765	0.00	55.765	0	100.00	0.00
	Total		56214799	26267.378	0.05	26267.364	0.014	100.00
Total		57252800	26267.378	0.05	26267.364	0.014	100.00	0.00

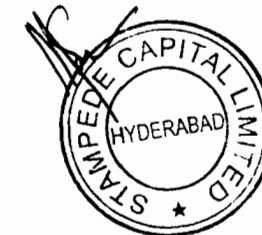


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Item No. 3 :-

To appoint Mr. Anil Thakur (DIN: 08945434) as an Independent Director:

Resolution Required: (Ordinary / Special)	Ordinary Resolution							
Whether promoter / promoter group are interested in the agenda / resolution?	No							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)=[(5)/(2)]* 100
Promoter and Promoter Group	Remote E-Voting	0	0	0	0	0	0	0
	E-voting at AGM		0	0	0	0	0	
	Total	0	0	0	0	0	0	0
Public - Institutional holders	Remote E-Voting	1038001	0	0	0	0	0	0
	E-voting at AGM		0	0	0	0	0	
	Total	1038001	0	0	0	0	0	0
Public- Non Institution	Remote E-Voting	56214799	26211.613	0.05	26211.599	0.014	100.00	0.00
	E-voting at AGM		55.765	0.00	55.765	0	100.00	0.00
	Total	56214799	26267.378	0.05	26267.364	0.014	100.00	0.00
Total		57252800	26267.378	0.05	26267.364	0.014	100.00	0.00



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Item No. 4 :-

To appoint Mr. Naveen Parashar (DIN: 08399097) as Non-Executive, Non-Independent Director:

Resolution Required: (Ordinary / Special)	Ordinary Resolution							
Whether promoter / promoter group are interested in the agenda / resolution?	No							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)=[(5)/(2)]* 100
Promoter and Promoter Group	Remote E-Voting	0	0	0	0	0	0	0
	E-voting at AGM		0	0	0	0	0	
	Total		0	0	0	0	0	0
Public - Institutional holders	Remote E-Voting	1038001	0	0	0	0	0	0
	E-voting at AGM		0	0	0	0	0	
	Total		1038001	0	0	0	0	0
Public- Non Institution	Remote E-Voting	56214799	26211.613	0.05	26211.599	0.014	100.00	0.00
	E-voting at AGM		55.765	0.00	55.765	0	100.00	0.00
	Total		56214799	26267.378	0.05	26267.364	0.014	100.00
Total		57252800	26267.378	0.05	26267.364	0.014	100.00	0.00

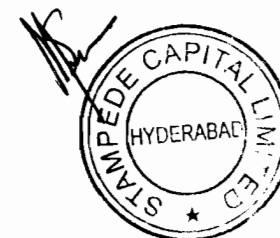


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Item No. 5 :-

To appoint Mrs. Shaik Haseena (DIN: 08141400) as Non-Executive, Non-Independent Director:

Resolution Required: (Ordinary / Special)	Ordinary Resolution							
Whether promoter / promoter group are interested in the agenda / resolution?	No							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)=[(5)/(2)]* 100
Promoter and Promoter Group	Remote E-Voting	0	0	0	0	0	0	0
	E-voting at AGM		0	0	0	0	0	
	Total		0	0	0	0	0	0
Public - Institutional holders	Remote E-Voting	1038001	0	0	0	0	0	0
	E-voting at AGM		0	0	0	0	0	
	Total		1038001	0	0	0	0	0
Public- Non Institution	Remote E-Voting	56214799	26115.638	0.05	26115.624	0.014	100.00	0.00
	E-voting at AGM		55.765	0.00	55.765	0	100.00	0.00
	Total		56214799	26171.403	0.05	26171.389	0.014	100.00
Total		57252800	26171.403	0.05	26171.389	0.014	100.00	0.00

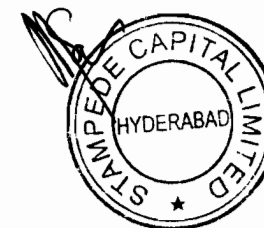


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Item No. 6 -:

To approve the appointment of Mr. Jonna Venkata Tirupati Rao (DIN: 07125471) as a Managing Director:

Resolution Required: (Ordinary / Special)	Special Resolution							
Whether promoter / promoter group are interested in the agenda / resolution?	No							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	0	0	0	0	0	0	0
	E-voting at AGM		0	0	0	0	0	
	Total		0	0	0	0	0	0
Public - Institutional holders	Remote E-Voting	1038001	0	0	0	0	0	0
	E-voting at AGM		0	0	0	0	0	
	Total		1038001	0	0	0	0	0
Public- Non Institution	Remote E-Voting	56214799	26115.638	0.05	26115.624	0.014	100.00	0.00
	E-voting at AGM		55.765	0.00	55.765	0	100.00	0.00
	Total		56214799	26171.403	0.05	26171.389	0.014	100.00
Total		57252800	26171.403	0.05	26171.389	0.014	100.00	0.00

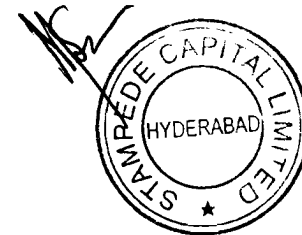


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Item No. 7 :-

To approve Change in Designation of Mr. Srinivas Maya (DIN: 08679514), Non-Executive Director of the Company to Whole Time Director:

Resolution Required: (Ordinary / Special)	Ordinary Resolution							
Whether promoter / promoter group are interested in the agenda / resolution?	No							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	0	0	0	0	0	0	0
	E-voting at AGM		0	0	0	0	0	
	Total		0	0	0	0	0	0
Public - Institutional holders	Remote E-Voting	1038001	0	0	0	0	0	0
	E-voting at AGM		0	0	0	0	0	
	Total		1038001	0	0	0	0	0
Public- Non Institution	Remote E-Voting	56214799	26211.613	0.05	26211.599	0.014	100.00	0.00
	E-voting at AGM		55.765	0.00	55.765	0	100.00	0.00
	Total		56214799	26267.378	0.05	26267.364	0.014	100.00
Total		57252800	26267.378	0.05	26267.364	0.014	100.00	0.00



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Item No. 8 :-

To approve conversion of Loan into Equity Shares or Equity Shares-Differential Voting Rights:

Resolution Required: (Ordinary / Special)	Special Resolution							
Whether promoter / promoter group are interested in the agenda / resolution?	No							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)=[(5)/(2)]* 100
Promoter and Promoter Group	Remote E-Voting	0	0	0	0	0	0	0
	E-voting at AGM		0	0	0	0	0	
	Total		0	0	0	0	0	0
Public - Institutional holders	Remote E-Voting	1038001	0	0	0	0	0	0
	E-voting at AGM		0	0	0	0	0	
	Total		1038001	0	0	0	0	0
Public- Non Institution	Remote E-Voting	56214799	26211.613	0.05	26043.586	168.027	99.36	0.64
	E-voting at AGM		55.765	0.00	55.765	0	100.00	0.00
	Total		56214799	26267.378	0.05	26099.351	168.027	99.36
Total		57252800	26267.378	0.05	26099.351	168.027	99.36	0.64

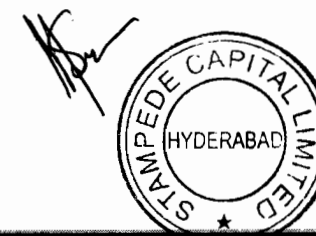


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Item No. 9 :-

To approve Change of Name of the Company:

Resolution Required: (Ordinary / Special)	Special Resolution							
Whether promoter / promoter group are interested in the agenda / resolution?	No							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)=[(5)/(2)]* 100
Promoter and Promoter Group	Remote E-Voting	0	0	0	0	0	0	0
	E-voting at AGM		0	0	0	0	0	
	Total		0	0	0	0	0	0
Public - Institutional holders	Remote E-Voting	1038001	0	0	0	0	0	0
	E-voting at AGM		0	0	0	0	0	
	Total		1038001	0	0	0	0	0
Public- Non Institution	Remote E-Voting	56214799	26211.613	0.05	26211.599	0.014	100.00	0.00
	E-voting at AGM		55.765	0.00	55.765	0	100.00	0.00
	Total		56214799	26267.378	0.05	26267.364	0.014	100.00
Total		57252800	26267.378	0.05	26267.364	0.014	100.00	0.00

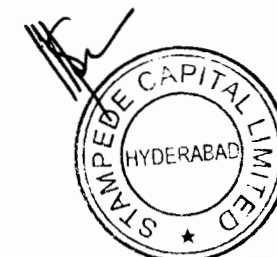


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Item No. 10 -:

To approve Reduction of Share Capital of the Company:

Resolution Required: (Ordinary / Special)	Special Resolution							
Whether promoter / promoter group are interested in the agenda / resolution?	No							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)=[(5)/(2)]* 100
Promoter and Promoter Group	Remote E-Voting	0	0	0	0	0	0	0
	E-voting at AGM		0	0	0	0	0	
	Total		0	0	0	0	0	0
Public - Institutional holders	Remote E-Voting	1038001	0	0	0	0	0	0
	E-voting at AGM		0	0	0	0	0	
	Total		1038001	0	0	0	0	0
Public- Non Institution	Remote E-Voting	56214799	26211.613	0.05	26038.663	172.95	99.34	0.66
	E-voting at AGM		55.765	0.00	55.765	0	100.00	0.00
	Total		56214799	26267.378	0.05	26094.428	172.95	99.34
Total		57252800	26267.378	0.05	26094.428	172.95	99.34	0.66

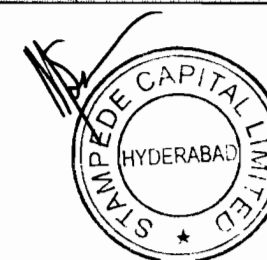


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Item No. 11 :-

To approve material related Party Transactions:

Resolution Required: (Ordinary / Special)	Ordinary Resolution							
Whether promoter / promoter group are interested in the agenda / resolution?	No							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)=[(5)/(2)]* 100
Promoter and Promoter Group	Remote E-Voting	0	0	0	0	0	0	0
	E-voting at AGM		0	0	0	0	0	
	Total	0	0	0	0	0	0	0
Public - Institutional holders	Remote E-Voting	1038001	0	0	0	0	0	0
	E-voting at AGM		0	0	0	0	0	
	Total	1038001	0	0	0	0	0	0
Public- Non Institution	Remote E-Voting	56214799	1715.638	0.00	1547.611	168.027	90.21	9.79
	E-voting at AGM		55.765	0.00	55.765	0	100.00	0.00
	Total	56214799	1771.403	0.00	1603.376	168.027	90.51	9.49
Total		57252800	1771.403	0.00	1603.376	168.027	90.51	9.49



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- H. All the aforesaid resolutions were passed with requisite majority.
- I. The number of votes polled shown is converted as every 1000 shares carrying one vote.
- J. As requested by the management, I am submitting herewith a consolidated report on the results of remote e-voting together with the results of voting at the AGM (For DVR Shares).

Thanking you,
 Yours faithfully,
 For Priya Sapra and Associates,
 Practising Chartered Accountant

Stamp: PRIYA SAPRA & ASSOCIATES
 Membership No. 188872
 Practising No. 188872
 Place: RAOJI ACCOUNTANTS
 Date: 29-12-2020
 UDIN: 20188872AAAABT4410

Countersigned and received by

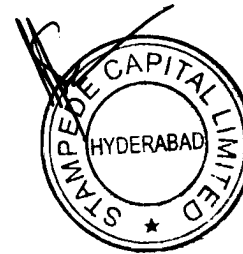
For Stampede Capital Limited

SNSV
 JAGANNATHA
 PRASAD
 RENDUCHINTALA

Digitally signed by SNSV JAGANNATHA PRASAD RENDUCHINTALA
 DN: cn=SNSV JAGANNATHA PRASAD RENDUCHINTALA, o=Stampede Capital Limited, ou=Stampede Capital Limited, email=snsvj@stampede.com, c=IN

Chairman/Authorised Signatory

Place:
 Date:



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Annexure - A7



Stampede

WE SAVE YOUR FACE

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LIST OF SECURED CREDITORS

We Stampede Capital Limited (**CIN:** L67120TG1995PLC020170), (hereinafter referred to as "the Company"), a Company incorporated under the Companies Act, 1956 having its registered office at 402 to 404, 4th, Floor, Saptagiri Towers, Begumpet, above Pantaloons, Hyderabad-500016, Telangana, India represented by its Directors Mr. Jonna Venkata Tirupati Rao (**DIN:** 07125471), Managing Director of the Company and Mr. Srinivas Maya (**DIN:** 08679514), Whole Time Director of the Company do hereby confirm and state that the Company does not have any secured creditors as on 02.02.2021.

We further confirm and state that statements made above is true and correct to our knowledge, information and belief.

For and on behalf of Stampede Capital Limited

Jonna Venkata Tirupati Rao
Managing Director
DIN:07125471
Add: Villa No. 39,
Manjeera Smart Homes,
Quthubullapur Village Municipal Office
Road, Quthubullapu Mandal, Hyderabad
Rangareddi-500055, India.

Date: 02.02.2021
Place: Hyderabad

Srinivas Maya
Whole Time Director
DIN:08679514
Add: Sai Nagar Colony Road No. 2/ A,
Nagole-500068, Hyderabad, India.

Date: 02.02.2021
Place: Hyderabad

Stampede Capital Ltd

402 to 404, 4 Floor, Saptagiri Towers, Begumpet, above Pantaloons, Hyderabad-500016, Telangana, India. Tel: +91 40 234 05683/84, Email: cs@stampededecap.com, www.stampededecap.com
CIN: L67120TG1995PLC020170





LIST OF UN-SECURED CREDITORS

We Stampede Capital Limited (**CIN:** L67120TG1995PLC020170), (hereinafter referred to as “the Company”), a Company incorporated under the Companies Act, 1956 having its registered office at 402 to 404, 4th, Floor, Saptagiri Towers, Begumpet, above Pantaloons, Hyderabad-500016, Telangana, India represented by its Directors Mr. Jonna Venkata Tirupati Rao (**DIN:** 07125471), Managing Director of the Company and Mr. Srinivas Maya (**DIN:** 08679514), Whole Time Director of the Company do hereby confirm and state that the list of Un-Creditors of the Company as on 02.02.2021 are as detailed in **Annexure-A and Annexure-B.**

For and on behalf of Stampede Capital Limited



Jonna Venkata Tirupati Rao
Managing Director
DIN:07125471
Add: Villa No. 39,
Manjeera Smart Homes,
Quthubullapur Village Municipal Office
Road, Quthubullapu Mandal, Hyderabad
Rangareddi-500055, India.

Date: 02.02.2021
Place: Hyderabad



Srinivas Maya
Whole Time Director
DIN:08679514
Add: Sai Nagar Colony Road No. 2/ A,
Nagole-500068, Hyderabad, India.

Date: 02.02.2021
Place: Hyderabad

Stampede Capital Ltd

402 to 404, 4 Floor, Saptagiri Towers, Begumpet, above Pantaloons, Hyderabad-500016,
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CIN: L67120TG1995PLC020170





Annexure-A

LIST OF UN-SECURED CREDITORS

Unsecured Loans:

Sl. No.	Name of the Un-Secured Creditor	Address	Amount due
1.	Barret Commodity Traders Pvt Ltd	H No 9-8 / 1, S V Nagra Road No 11, Nagaram Keesara Mandal, Hyderabad-500083	21,51,786
2.	Vishnu Vardhan Reddy G	H No 3-30/1, Dharmasagar Mandalam, Dharmasagar, Warangal-506142	15,00,000
3.	Gayi Adi Managerment And Trends Pvt Ltd	Villa No 39 , Manjeera Smart Homes, Quthubullapur, Hyderabad-500055	12,80,34,353
4.	Usha Rani Meenavalli	Plot No. 1144, Road No. 58, Jubileehills, Hyderabad-500033, Telangana, India.	84,49,824

Trade Payables:

Sl. No.	Name of the Un-Secured Creditor	Address	Amount due
1.	Clients	Refer Annexure- B	10,58,25,339

Advances Received From Customers:

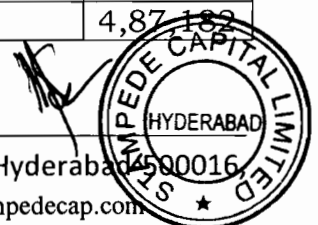
Sl. No.	Name of the Un-Secured Creditor	Address	Amount due
N.A.			

Employee Related Liabilities:

Sl. No.	Name of the Un-Secured Creditor	Address	Amount due
1.	Gratuity Payable		4,87,182

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CIN: L67120TG1995PLC020170





Stampede

APPROPRIATE FINANCIAL SERVICES

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Statutory Liabilities:

Sl. No.	Name of the Un-Secured Creditor	Address	Amount due
1.	ESIC Payable (ER.EE. Contribution)	Employees State Insurance Corporation, Ministry of Labour & Employment, Government of India	58,059
2.	Professional Tax Payable	Commercial Tax Department, Government of Telangana	22,350
3.	Tax deducted at source (TDS) Payable	Income Tax Department, Government of India	7,93,741
4.	Provident Fund	Employees Provident Fund Organisation, Ministry of Labour & Employment, Government fo India	3,48,334

Other Liabilities:

Sl. No.	Name of the Un-Secured Creditor	Address	Amount due
1.	Navitha And Associates	16-2-740/75, Plot No.84, V.K. Dhage Nagar, Dilsukh Nagar, Hyderabad-500060, Telangana, India.	3,40,874
2.	Comtel infosystems pvt. Ltd	101-102,Trade Avenue, Suren Road, Opp. L&T Health Care Centre, Andheri East, Mumbai-400093, Maharashtra, India.	8,38,800
3.	Sajneer Management & Consultancy Private Limited	SK-III/146/A GF Indirapuram, Ghaziabad-201014, Uttar Pradesh, India.	4,62,000
4.	Charlie Technologies Private Limited	Plot No. 76D, Udyog Vihar, Phase-IV, Gurgaon-122001, Haryana, India.	60,81,050
5.	Zing HR Cnergyis Infotech India Private Limited	5th Floor, Kalpataru Plaza, Off. S. V Road,	82,875

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CIN: L67120TG1995PLC020170





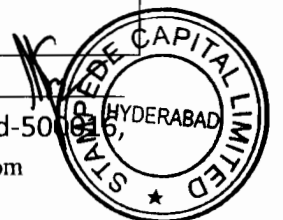
		Malad (West) Mumbai, Maharashtra, India.	
6.	Symphony Fintech Solutions Private Limited	101-102, Trade Avenue, Suren Road, Chakala, Andheri East, Mumbai-400093	7,25,000
7.	My Kind Vacations Private Limited	307 Syndicate House, Rohtak Road, Inderlok, Delhi, India.	12,600
8.	C.H. NARAYANA	1-10-75/1/1 To 6, Begumpet, Hyderabad-500016, Telangana, India.	29,835
9.	C.H. VENU GOPAL	1-10-75/1/1 To 6, Begumpet, Hyderabad-500016, Telangana, India.	29,835
10.	C.H. RAVINDER	1-10-75/1/1 To 6, Begumpet, Hyderabad-500016, Telangana, India.	29,835
11.	C.H. SRINIVAS	1-10-75/1/1 To 6, Begumpet, Hyderabad-500016, Telangana, India.	29,835
12.	PRAKASH RAO CH	1-10-75/1/1 TO 6, Begumpet, Hyderabad-500016, Telangana, India.	29,835
13.	Excalibur Security Services India Private Limited	Plot No. 2-22-1/33, Flat No.302, Lakshmikalyan Apartment, Bhagyanagar Colony, Kukatpally, Hyderabad-500072, Telangana, India.	36,025
14.	Regency Fincorp Limited (Formerly Known as Regency Investments Limited)	T4-B Third Floor, Centra Mall Industrial Area Ph-1 Chandigarh, India.	12,88,396
15.	Saptagiri Towers Maintenance	1-10-75/1/1 To 6, Begumpet, Hyderabad-500016, Telangana, India.	19,898
16.	Mallampati Chaitanya	'V-Square' Municipal Nos.59A/21/13 High School road, Patamata	37,000

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CIN: L67120TG1995PLC020170



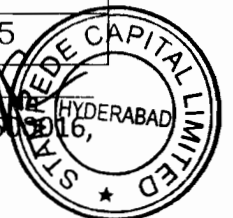
		, Vijayawada-520007, Andhra Pradesh, India.	
17.	Mohanraam Sethuraman	'Gokul Arcade' Municipal No 2 & 2A, Sardar Patel Road, Adyar, Chennai- 600020, India.	46,250
18.	Kamlesh Kumari Jugal Kishore	Unit No. 57B, 3 rd Floor, Sushmainfinium, Chandigarh, Ambala Highway, Zirakpur, Punjab-140603, India.	64,750
19.	My First Office	Door No. 9-929-7/3, Balaji Nagar, Siripuram Junction, Visakhapatnam- 530003, India.	37,000
20.	Mittal Tower Commercial Complex Own	A Wing Basement, No.6, Mg Road, Bangalore, Karnataka- 560001, India.	3,666
21.	Mrityunjay Kumar (Delhi Rent)	Unit Number A-337, Third Floor, Pacific Business Park, Plot No.37/1, Site-IV, Sahibabad Industrial Area, Ghaziabad- 201010, Uttar Pradesh, India.	46,250
22.	Priyadarshini (Delhi Rent)	Unit Number A-338, Third Floor, Pacific Business Park, Plot No.37/1, Site-IV, Sahibabad Industrial Area, Ghaziabad- 201010, Uttar Pradesh, India.	46,250
23.	Shabbir Fakruddin (Delhi Rent)	Commercial Unit No.B-322, Third Floor, Pacific Business Park, Plot No.37/1, Site-IV, Sahibabad Industrial Area, Ghaziabad- 201010, Uttar Pradesh, India.	87,875
24.	Pacific Maintenance Services	Corp Off., 3rd Floor,	17,055

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CIN: L67120TG1995PLC020170





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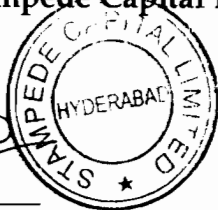
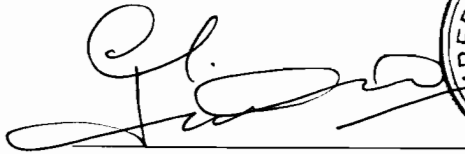
Website: www.stampdecap.com

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		4,37/1, Site-IV, Sahibabad Indl Area, Ghaziabad-201010, Uttar Pradesh, India.	
25.	Adyar Gokul Arcade Owners Ass	Gokul Arcade 2, Sardhar Patel, Road, Adyar, Chennai- 600020, India	2,936
26.	True Data	Flat 203, Krishna Kasturi Arcade, 68/69 Kundanbagh Colony, Begumpet, Hyderabad, Telangana - 500016	6,897
27.	Global Aircon Services	Block-F Flat No. 15 Kanthi Shikra Apts, Panjagutta, Hyderabad-500004, Telangana, India.	83,000
28.	Sunanda.S	1258-59, 'B'wing 14 th Floor, 'Mittal Tower' MG Road, Bangalore- 560001, Karnataka, India.	51,800

We further confirm and state that statements made above is true and correct to our knowledge, information and belief.

For and on behalf of Stampede Capital Limited



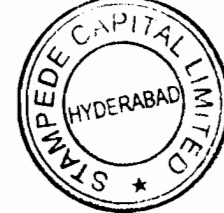

Jonna Venkata Tirupati Rao
Managing Director

DIN:07125471

Add: Villa No. 39,
Manjeera Smart Homes,
Quthubullapur Village Municipal Office
Road, Quthubullapu Mandal, Hyderabad
Rangareddi-500055, India.

Date: 02.02.2021

Place: Hyderabad



Srinivas Maya
Whole Time Director

DIN:08679514

Add: Sai Nagar Colony Road No. 2/A,
Nagole-500068, Hyderabad, India.

Date: 02.02.2021

Place: Hyderabad



Stampede Capital Ltd

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Telangana, India. Tel: +91 40 234 05683/84, Email: cs@stampdecap.com, www.stampdecap.com

CIN: L67120TG1995PLC020170

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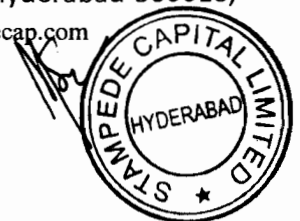
List of Clients

Annexure-B

Sl. No.	Name of the Un-Secured Creditor	Address	Amount due
1	GEETHA DEVALLA	20-1-7F-246 C K REDDY ROAD, INDIRA ENCLAVE AYODYA NAGAR, AYODYA NAGAR,VIJAYAWADA, ANDHRA PRADESH, 520003	1,171
2	VEERANNA CHOWDARY DEVELLA	FLAT NO.244 INDIRA ENCLAVE, AYODHYA NAGAR KRISHNA GANDHINAGAR, VIJAYAWADA (URBAN) ,VIJAYAWADA, ANDHRA PRADESH, 520003	445
3	PREET MOHINDER SINGH	22 ST NO 9 GURU NANAK NAGAR, PATIALA, PUNJAB 147001, PATIALA,PUNJAB, PUNJAB, 147001	22,55,87 1
4	RAMESH CHANDER GULATI	HOUSE NO S-154 BASANT, VIHAR COLONY NOORWALA ROAD, LUDHIANA CENTRAL POST OFFICE,LUDHIANA, PUNJAB, 141008	7,17,798
5	RAM KUMAR	H NO 1931/78 STREET NO 6, BASANT NAGAR LUDIANA, CENTRAL POST OFFICE,LUDHIANA, PUNJAB, 141008	9,20,666
6	KUMAR EXPORTS	C-180PHASE, VI FOCAL POINT, LUDHIANA,LUDHIANA, PUNJAB, 141010	34,93,42 6
7	AJAY KUMAR SOOD	HOUSE NO 2087 URBAN ESTATE, PHASE 1 DUGRI LUDHIANA, MODEL TOWN,LUDHIANA, PUNJAB, 141002	7,34,215
8	SURINDRA SOOD	H NO 2109 PHASE 1, URBAN ESTATE, GUGRI MODEL TOWN,LUDHIANA, PUNJAB, 141002	40,73,46 7
9	INDERJEET KAUR WADHWA	H NO 33 BRS NANAGAR BLOCK A, NEAR STATE BANK OF PATIALA, LUDHIANA,LUDHIANA, PUNJAB, 141012	84,72,65 6
10	ANJU BAJAJ	H N 1931/78/43 STREET NO 6, BASANT NAGAR BAGGA KALAN,	8,01,223

Stampede Capital Ltd

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CIN: L67120TG1995PLC020170



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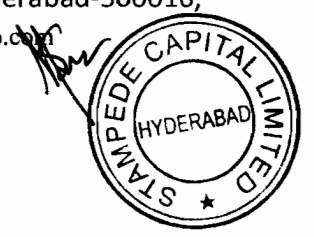
Where All Meets As One

		BAGGAKHURD LUDHIANA,LUDHIANA, PUNJAB, 141008	
11	MANOJ BAJAJ	1931/78/43 BASANT NAGAR, SHIVPURI CENTRAL POST, OFFICE LUDHIANA,LUDHIANA, PUNJAB, 141008	18,22,64 7
12	KOMESH KUMAR	HOUSE NO 1E. VIKAS COLONY, BLOCK B PATIALA, PATIALA PUNJAB,PATIALA, PUNJAB, 147001	8,33,140
13	AMIT BAJAJ (HUF)	1931/78/43 ST NO 6, BASANT NAGAR SHIVPURI, CENTRAL POST OFFICE,LUDHIANA, PUNJAB, 141008	24,13,85 6
14	CHENNA KESAVA RAO JORIGE	H NO 1-16-288 INDUSTRIAL AREA, PETROL BUNK AREA, KAGAZNAGAR,ADILABAD, TELANGANA, 504296	111
15	RAJENDAR GARIGANTI	Q NO SD155 SRIRAMPUR COLONY, NEAR AIRTEL TOWER , SRIRAMPUR MANCHERIAL,ADILABAD, TELANGANA, 504303	4,37,038
16	HARA PRAVEEN KATTA	H NO 2-7-207 EXCISE COLONY, NEAR GANAPATHI TEMPLE, SUBEDARI HANAMAKONDA,WARANGAL, TELANGANA, 506001	2,18,527
17	JIYAUDDIN MOHD	HNO 2-7-85 , EXCICE COLONY, HANAMKONDA,WARANGAL, TELANGANA, 506001	74,254
18	JOSEPH THATIKONDA	H NO 24-7-16 FATHIMA NAGAR, HANAMAKONDA, R E COLLEGE WARANGAL,WARANGAL, TELANGANA, 506004	1,67,998
19	KALYANI VANAMALA	H NO 4-8/A-1, PAKHALA ROAD, NARASAMPET,WARANGAL, TELANGANA, 506132	2,88,801
20	LALITHA PYDIPALA	H NO 2-5-73/14B SR TOWERS, BK REDDY CLY NAKKALGUTTA, BESIDE CANARABANK HANAM KONDA,WARANGAL, TELANGANA, 506001	3,50,559

Stampede Capital Ltd

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Telangana, India. Tel: +91 40 48578444/26, Email: cs@stampedecap.com, www.stampedecap.com

CIN: L67120TG1995PLC020170



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Stampede
Capital Investment

21	MOHAN RAO ARSHANAPALLY	HNO 15-3, NARSAMPET, WARANGAL,WARANGAL, TELANGANA, 506132	8,30,594
22	NEERAJ GODISHALA	H NO 15-9-87, RAMANNAPET, WARANGAL,WARANGAL, TELANGANA, 506002	3,44,209
23	PRAVEEN MARAPALLY	H NO 24-7-16, FATIMA NAGAR BISHOP'S HOUSE, HANAMKONDA RE COLLEGE,WARANGAL, TELANGANA, 506004	2,68,542
24	RAJU GUDEPU	H NO 2-8-569/2, BHAVANI NAGAR, HANAMKONDA,WARANGAL, TELANGANA, 506001	54,805
25	VINODA ARSHANAPALLY	H .NO 15-3, NARSAMPET, O,WARANGAL, TELANGANA, 506132	10,30,56 4
26	VISHNU VARDHAN REDDY CHADA	3-37, DHARMA SAGAR MANDAL, WARANGAL-506142, TELANGANA, INDIA	1,78,674
27	VAMSHI KRISHNA DANDANAYAKULA	H NO 1-130 , REBBENA, ADILABAD,ADILABAD, TELANGANA, 504219	1,27,684
28	VENKATESHWARL U SINGIRI KONDA	H NO 15-1-301/1, VIVEK MARG, RANGAMPET K M COLLEGE,WARANGAL, TELANGANA, 506007	5,06,946
29	NAGESHWAR RAO VANAMALA	H NO 4-8/A-1, PAKHALA ROAD, NARASAMPET,WARANGAL, TELANGANA, 506132	2,67,618
30	VENKAT REDDY VEMULA	H NO 4-142/16/3A SRINIVASA HOMES, PADMAVATHI COLONY ROAD NO1, SWAROOPNAGAR NR MASQUE UPPAL,HYDERABAD, TELANGANA, 500039	2,72,179
31	ANURADHA BURISSETTY	H.NO.23-5-6 GAYATRI NILAYAM, VANDANAPU VARI STREET, SATYANARAYANAPURAM VIJAYAWADA URBAN,KRISHNA, ANDHRA PRADESH, 520011	1,34,722
32	RATNAMMA BADAM	59A-8/1-7 FLAT NO 9 1ST LINE, VASAVI COLONY OPP GURUNANAK CONLONY, OPP PATAMATA	3,30,414

Stampede Capital Ltd

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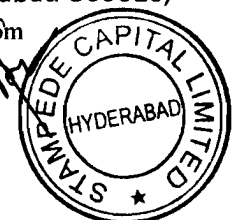
		VIJAYAWADA URBAN, KRISHNA, ANDHRA PRADESH, 520008	
33	DURGALAKSHMI NARASIMHAM BODDAPATI	HNO 48-8-6 ZION SCHOOL ROAD, GUNADALA VIJAYAWADA URBAN, KRISHNA, KRISHNA, ANDHRA PRADESH, 520004	7,55,150
34	EDA LOKA SRINIVASA RANJAN	DNO 2/275 DESAI PETA, AGRAHARAM STREET, MACHILIPATNAM KRISHNA, KRISHNA, ANDHRA PRADESH, 521001	2,20,122
35	KEERTI JAGARLAMUDI	H NO 11-9-42/1 PLOT NO 36, DASPALLA HILLS PANDURANGAPURAM, VISAKHAPATNAM URBAN, VISAKHAPATNAM, ANDHRA PRADESH, 530003	2,45,517
36	JASMIN SHAIK	H NO 18-7-58/A KEDARESWARA, PETA KHUDDUS NAGAR, GANDHINAGARAM KRISHNA, KRISHNA, ANDHRA PRADESH, 520003	2,08,222
37	MOHAMMED KHAZAVALI	HNO 24-1-128/1 SAMBAMURTHY ROAD, NEAR ALLURISITARAMARAJU BRIDGE, ROKALLA PALEM VIJAYAWADA, KRISHNA, ANDHRA PRADESH, 520003	2,89,977
38	LAKSHMI RAJYAM BADAM	59A-8/1-7 PLOTNO 9 1 LANE, VASAVI COLONY, PATAMATA POLYTECHNIC, KRISHNA, ANDHRA PRADESH, 520008	2,46,840
39	MOHAMMED RABIYA BASRI	H NO 28-24-13, HUSSAIN STREET, ARUNDALPET KRISHNA, VIJAYAWADA, ANDHRA PRADESH, 520002	9,13,338
40	BHADRAIAH PRUDHIVI	H NO 29-13-43-A KALESWARARAO, ROAD NEAR PUSHPA HOTEL, SURYARAO PET VIJAYAWADA, KRISHNA, ANDHRA PRADESH, 520002	11,24,95 9

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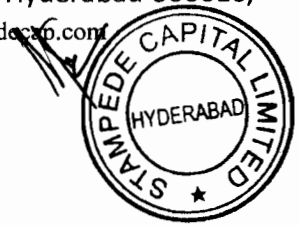
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41	PRASANTHI DUDDUPUDI	H NO 3-159/1 MAIN ROAD, NEAR RAMALAYAM SEETHANAGARAM, BOBBILLANKA MULAKALLANKA,EAST GODAVARI, ANDHRA PRADESH, 533293	2,06,580
42	RAMYA KADIYALA	54-14/B-60A PLOT NO 10 ROAD NO 5, BHARATHI NAGAR NR KADIYALA SIVARAMA, KRISHAIAH PARK VIJAYAWADA URBAN,VIJAYAWADA, ANDHRA PRADESH, 520008	2,21,548
43	RAJESH CHALLA	D NO 26-14-6, PUTTA VARI VEEDHI KAMBALA PETA, RAJAHMUNDRY,EAST GODAVARI, ANDHRA PRADESH, 533101	3,44,014
44	NALLAMOTHU RAJA RATNAM	H NO 8-248 F NO 402, BANDARI LAYOUT NIZAMPET, NARAYANADRI HEIGHTS,K.V.RANGAREDDY, TELANGANA, 500090	2,33,625
45	BUDDA SASIKALA	H NO 20-14-6 MANTHRI VARI STREET, SANGADIGUNTA, GUNTUR BAZAR,GUNTUR, ANDHRA PRADESH, 522003	86,873
46	SAFURA SHAIK	H NO 1-3-23/11, KAMAKOTI NAGAR, VIDYADHARAPURAM VIJAYAWADA URBAN,KRISHNA, ANDHRA PRADESH, 520012	2,60,194
47	VENKATA SUBBALAKSHMI PEDDIBHOTLA	H NO 48-8-11/6, ZION BIBLE SCHOOL ROAD, GUNADALA MACHAVARAM ,KRISHNA, ANDHRA PRADESH, 520004	96,421
48	SAMIUNNISA SHAIK	H NO 1-3-23/11 KAMAKOTI NAGAR, VIDHYADHARAPURAM, VIJAYAWADA URBAN,KRISHNA, ANDHRA PRADESH, 520012	9,29,696
49	SALMA MOHAMMED	24-1-128/1 SAMBAMURTHY ROAD, NEAR ALLURI SITARAMARAJU BRIDGE, ROKALLA PALEM GANDHINAGARAM,KRISHNA, ANDHRA PRADESH, 520003	4,54,708
50	VENKATAHARIPRIY A SANKU	48-11/5-7 FLAT NO 302 , SRI RAMACHANDRA NAGAR KAKATIYA, SIRI ENCLAVE POLYTECHNIC	110

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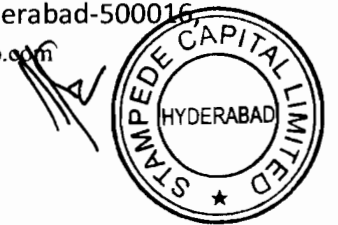
		COLLEGE, KRISHNA, ANDHRA PRADESH, 520008	
51	ZAKIR HUSSAIN MOHAMMAD	H NO 28-24-13 HUSSAIN SAHEB, STREET ARUNDALPET, BUCKINGHAMPET KRISHNA, KRISHNA, ANDHRA PRADESH, 520002	8,54,019
52	ARUNKUMAR IRANI SHATRU	#3991/A SHIVA NILAYA, NEAR AYYAPPA SWAMY TEMPLE, DAVANAGERE, DAVANAGERE, KARNATAKA, 577004	3,76,077
53	ARSHIA VAZEER	FLAT NO 106 BLOCK-2B, SMR VINAY CITY MIYAPUR, NR NAREN ESTATES TIRUMALAGIRI, HYDERABAD, TELANGANA, 500049	1,01,218
54	AMARANATH REDDY BUSA	H NO 47-15-13-3/4 3RD FLR, NAVARATNA JEWEL SQUARE, DWARAKANAGAR MAIN ROAD, VISAKHAPATNAM, ANDHRA PRADESH, 530016	1,000
55	KHURSHID AKTHER	H NO 50-81-22, SEETHAMMAPETA, VISAKHAPATNAM AKKAYYAPALEM, VISAKHAPATNAM, ANDHRA PRADESH, 530016	5,06,305
56	KEMBAY ARUNA	H2-53 SATYASAI ENCLAVE, NR AMRI HOSPITAL KOLATHIA, BHUBANESWAR KHANDAGIRI, KHORDHA, ORISSA, 751030	3,16,612
57	MANIKANTA ABHINAVA RAGHAVA GRANDHI	H NO 4-52-8 LAWSONS BAY COLONY, NEAR POST OFFICE, VISAKHAPATNAM, VISAKHAPATNAM, ANDHRA PRADESH, 530017	2,21,374
58	PARVATHIMANI JETTI	H NO 10-6-2 NANDI VEEDHI, NEAR KOTHA PETAMANDAPAM, VIZIANAGARAM, VIZIANAGARAM, ANDHRA PRADESH, 535002	3,30,095
59	PADMAVATHI GINNI	H NO 50-109-1/11 F NO 203, MYTHRI RESIDENCY TPT COLONY, NR BOYS SOCIAL WELFARE HOSTEL, VISAKHAPATNAM, ANDHRA	4,47,824

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		PRADESH, 530013	
60	SUBBA REDDY GINNI	50-109-1/11 FLAT NO 203, MYTRI RESIDENCY, SEETHAMMADHARA P& T COLONY, VISAKHAPATNAM, ANDHRA PRADESH, 530013	3,08,901
61	SATISH VADAPALLI	H NO 15-13-8/8 FLAT NO 502, GAYATRI APTS KRISHNA NAGAR, BEHIND SAGAR DURGA HOSPITAL, VISAKHAPATNAM, ANDHRA PRADESH, 530002	4,79,789
62	VEERA BHADRA VARA PRASAD GUNDA	FLAT NO 403 SAI VISHNAVI RESIDENCY, VIDYUT NAGAR NEAR PORT STADIUM, AKKAYYAPALEM VISAKHAPATNAM URBAN, VISAKHAPATNAM, ANDHRA PRADESH, 530016	2,35,918
63	PENUMARTY VENKATARAO	H NO 56-1-122 BAPUJI NAGAR, ANNAMMA GHATI KAKINADA, EAST GODAVARI, EAST GODAVARI, ANDHRA PRADESH, 533002	3,38,377
64	MEERA SHARMA	D-83 RANJEET NAGAR, BHARATPUR, 0, BHARATPUR, RAJASTHAN, 321001	3,75,612
65	RAJNEE AGARWAL	4/117 B CIVIL LINE, CHURCH ROAD, AGRA, AGRA, UTTAR PRADESH, 282002	469
66	DEEPA MEHTA	H NO 476/11 FLAT NO 402, RATTAN GARDEN, GURGAON HARYANA, GURUGRAM, HARYANA, 122001	30,896
67	DEEPAK AGARWAL	4/117 B CIVIL LINES, CHURCH ROAD, AGRA, AGRA, UTTAR PRADESH, 282002	469
68	DISHA AGARWAL	H NO 4/117 B, CIVILL LINES, CHURCH ROAD, AGRA, UTTAR PRADESH, 282002	469
69	KANCHAN JHA	H NO 54-A GALLI NO 14, A2 BLOCK WEST SANT NAGAR, BURARAI KAMAL PUR MAJRABURARAI, DELHI, DELHI, 110084	2,34,585

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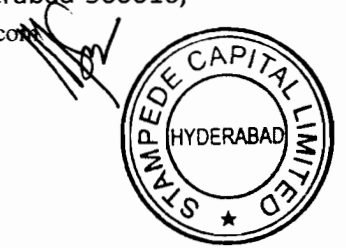


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70	PAWAN AGARWAL	4/117 B CIVIL LINES, CHURCH ROAD, AGRA,AGRA, UTTAR PRADESH, 282002	469
71	PADAM CHAND AGARWAL	4/117 B CIVIL LINES, CHURCH ROAD, AGRA,AGRA, UTTAR PRADESH, 282002	1,000
72	RUPANSHI AGARWAL	4/117 B CIVIL LINES, CHURCH ROAD, AGRA,AGRA, UTTAR PRADESH, 282002	469
73	SHABBIR FAKHRUDDIN	B-003 ANANDA APPARTMENT, SECTOR 48 GAUTAM BUDDHA NAGAR, NOIDA UTTAR PRADESH,GHAZIABAD, UTTAR PRADESH, 201301	10,477
74	SRIJIT ROY CHOWDHURY	PASCHIM PANSHILA, PANIHATI PANSILA, NORTH 24 PARAGANAS,NORTH 24 PARAGANAS, WEST BENGAL, 700112	2,33,241
75	SHIVANGI AGARWAL	4/117 B CIVIL LINE, CHURCH ROAD, AGRA,AGRA, UTTAR PRADESH, 282002	469
76	SUDHA AGARWAL	4/117 B CIVIL LINES, CHURCH ROAD, AGRA,AGRA, UTTAR PRADESH, 282002	1,000
77	VINOD KUMAR	182 PATEL NAGAR 2, BONJHA, 0,GHAZIABAD, UTTAR PRADESH, 201001	3,29,840
78	PADAM CHAND AGARWAL	H NO 4/117 B, CIVIL LINES, CHURCH ROAD,AGRA, UTTAR PRADESH, 282002	469
79	HASEENA SHAIK	VILLA NO. 39 MANJEERA SMART HOMES, QUTHUBULLAPUR VILLA MUNICIPAL OFFICE RD, RANGAREDDI,HYDERABAD, TELANGANA, 500055	3,89,544
80	VEMULA ADITYA	4-30/2 BAGIRATHA COLONY, MAHABUBNAGAR, 0,MAHABUBNAGAR, TELANGANA, 509001	1,92,223
81	MANCHALA ARUNA KUMARI	2-3-863 PLOT NO 4 ROAD NO 5, ROAD NO 3 SBH NAGOLE, ARUNODAYA NAGAR L B	85,629

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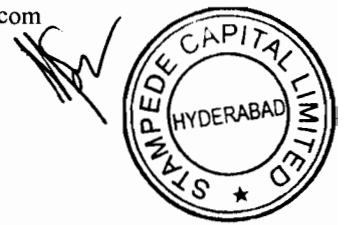
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		NAGAR,RANGAREDDY, TELANGANA, 500068	
82	CH V S S UMAMAHESWARA RAO	VILLANO-20 MANJEERA SMART, HOMES BEHIND HMT QUTUBULLAPUR, KUTBULLAPUR K.V RANGAREDDY,HYDERABAD, TELANGANA, 500055	3,541
83	V V S S S MAHESH VARMA DANTULURI	FLAT NO 201 PAVANI CASTLE, KOUSALYA COLONY MAA VILLA ROAD, BACHUPALLY MIYAPUR NR SLG HOSPITAL,HYDERABAD, TELANGANA, 500049	10,000
84	GRAIN IMPEX PRIVATE LIMITED	1-8-31 TO 41, 3 RD FLOOR, KAPADIA TOWER LANE, BAPUBAGH COLONY, P.G. ROAD, SECUNDRABAD-500003, TELANGANA, INDIA.	668
85	KEERTHI BHARATH CHRIST VASE	SF2-SAI SUGUNA RESIDENCY, MADHUSUDHAN NAGAR, OPP ST MARTIN SCHOOL MALKAJGIRI,K V RANGA REDDY, TELANGANA, 500047	634
86	KASIGARI KODANDA RAMA SARMA	FLAT NO 508 BLOCK1 MAHANAGAR, GREEN TERRACES NEAR RAMALAYAM, NAGOLE HAYATHNAGAR,K.V.RANGAREDDY, TELANGANA, 500068	2,98,129
87	KOMMU SRAVANTHI	H NO 2-3-734/B/44/C, SHANKER NAGAR, AMBERPET,HYDERABAD, TELANGANA, 500013	5,00,000
88	LAKSHMI KUMARI MODUKURU	H NO 8-7-116/1/1 JAGRUTHI SHINES, NAGIREDDY COLONY NAGIREDDY COMPLEX, OLD BOWENPALLY TIRUMALAGIRI,HYDERABAD, TELANGANA, 500011	29,476
89	MADHU BABU KOTHARU	P N 94 F NO 201, RL RESIDENCY CBCID COLONY, HYDER NAGAR BALANAGAR,RANGA REDDY, TELANGANA, 500085	57
90	MANORANJAN LUKE	H NO 5-8-50/A , FATEH SULTAN LANE, NAMPALLY,HYDERABAD, TELANGANA, 500001	1,67,239

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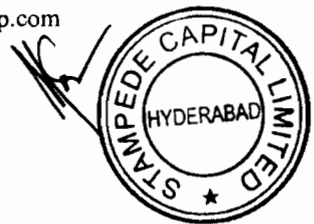


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91	NARASIMHA MURTHY GUDIPUDI	H NO 14-79/2 BRIRAMNAGAR, COLONY PATANCHERU, NEAR DURGA TEMPLE, HYDERABAD, TELANGANA, 502032	3,615
92	PRADEEP REDDY MADANA	VILLA N 35 MANJEERA SAMRTHOMES, VILLAS NEAR MUNICIPAL OFFICE, QUTUBULLAPUR MEDCHUAL, HYDERABAD, TELANGANA, 500055,	57,762
93	PRASANNA JAMULAPURAM	H NO 4-3-45/2 CHAND KHAN, BEHIND CITY LIGHT HOTEL, OLD BHOIGUDA SECUNDERABAD, HYDERABAD, TELANGANA, 500003	3,15,627
94	PAKANATI PRADEEP REDDY	H NO 8-1-300/2 F NO 502, TANCICA SHAIKPET , BEHIND HDFC BANK GOLCONDA, HYDERABAD, TELANGANA, 500008	1,57,358
95	S PADMALAYA DEVI	PLOT NO 23 PAMALAYA ENCLAVE, PHASE 1 DWARAKA NAGAR, BODUPPAL, K.V. RANGAREDDY, TELANGANA, 500039	8,60,634
96	RAGHUNATH CHITYALA	H NO 1-2-366/76, DOMALGUDA BESIDE P G GROUND, BANDA NAGAR, HYDERABAD, TELANGANA, 500029	2,60,601
97	VADLAPATLA RADHA MADHAVI	H 201 APARNA SERENE PARK, KONDAPUR MASJID BANDA, MAIN ROAD GACHIBOWLI, K.V. RANGAREDDY, TELANGANA, 500084	3,42,075
98	RADHA BODDANAPALLI	H NO 6-1-277 SRI SATYANANDA, NILAYAM PADMARAO NAGAR, NR NTR STATUE SECUNDERABAD, HYDERABAD, TELANGANA, 500025	4,44,827
99	SURESH BOGGAVARAPU	1-10-373 TO 388/404 SHREEMUKHS, KONTHAM TOWERS BRAHMANWADI, BEGUMPET NR YELLAMMA TEMPLE, HYDERABAD, TELANGANA, 500016	4,20,434

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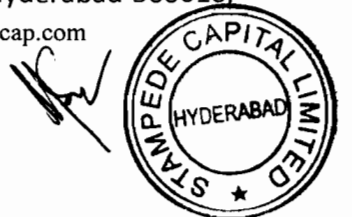
100	SRIRAMACHANDR A PRASAD MOVVA	16-11-16/13/4 PLOT NO 105, RATNADEEP COMPLEX, SALEEM NAGAR MALAKPET, HYDERABAD, TELANGANA, 500036	5,000
101	TALADI LINGAM	8-3-231/A/39 SK NAGAR, YOUSUFGUDA, KHAIRTABAD, HYDERABAD, TELANGANA, 500045	123
102	THOYAJA RAO MIKKILINENI	B-242 6 TH AVENUE, SAINIKPURI, KAPRA, HYDERABAD, TELANGANA, 500094	4,53,899
103	YERUBANDI VIJAYA LAKSHMI	1-4-879/64 2ND FLOOR FLAT 202, UDAYA S RAMANA RESIDENCY, SBI COLONY SEC HYD GANDHINAGAR, HYDERABAD, TELANGANA, 500080	5,52,859
104	SATYANARAYANA MURTHY VARANASI	F NO J-8 AIRLINES TOWERS, P G ROAD NEAR FOOD WORLD, SINDHI COLNY SECUNDERABAD, HYDERABAD, ANDHRA PRADESH, 500003	6,32,949
105	VIJAYA KUMARI SARIGALA	8-2-703/3/1/11 FLAT 203, MY CASTLE ROAD NO 12, BANJARA HILLS, HYDERABAD, TELANGANA, 500034	2,57,542
106	YAVAN RAO WAGHMARE	H NO 18-7-198/A/214, TALAB KATTA, CHARMINAR, HYDERABAD, TELANGANA, 500002	2,469
107	HASEENARAO APPAREL (OPC) PVT LTD	VILLA NO. 39, MANJEERA SMART HOMES, MUNICIPAL PFF ROAD, QUTHUBULLAPUR RANGA REDDI, HYDERABAD, TELANGANA, 500055	1,03,59,1 53
108	KARI NAGA PRAVEEN CHOWDARY	1-31 GANGAVRAM, GANGAVARM INKOLLU, GANGAVARAM PRAKASAM, PRAKASAM, ANDHRA PRADESH, 523167	697
109	RAMESH MANTHENA	H NO 2-5-668/1, SUBEDARI, HANAMAKONDA, WARANGAL, TELANGANA, 506001	1,99,414
110	BARRET COMMODITY	H NO 9-8 / 1, S V NAGR ROAD NO 11, NAGARAM KEESARA	1,302

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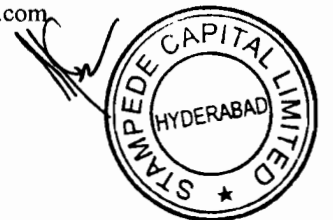
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A Listed Company

	TRADERS PVT LTD	MANDAL, HYDERABAD, TELANGANA, 500083	
111	ATHOTA VENKATESWARLU	FLAT E MALOLA FLATS 176, HABIBULLAH ROAD T NAGAR, THIYAGARAYA NAGAR CHENNAI, CHENNAI, TAMILNADU, 600017	2,78,222
112	RAVANAN ENDRAJITH	OLD NO 24 NOW NO 26, A2 DESIKA ROAD MYLAPORE, CHENNAI, CHENNAI, TAMILNADU, 600004	1,01,661
113	AKSHTAHA RAO/SANDEEP RAO SURATKAL	495 SANKETHA 6TH MAIN 7TH, CROSS VIJAYA BANK LAYOUT, BANGALORE SOUTH BILEKHALLI, BENGALURU, KARNATAKA, 560076	4,96,280
114	CHITRA SUBRAMANI	17 19TH CROSS BHUVANESHWARI, NAGARA K P AGRAHARA, BANGALORE NORTH MAGADI RD, BENGALURU, KARNATAKA, 560023	1,76,187
115	HEMMIGE SREENIVASAMURTY ARUN	SOBHA DEWFLOWER APARTMENTS, 741 4TH CROSS SARAKKI MAIN ROAD, NR RLM HALL JP NAGAR 1ST PHASE, BENGALURU, KARNATAKA, 560078	6,52,141
116	JAYANTHI RAGHAVENDRA BHAT	HNO 66/34-A2, NEAR MUNICIPAL HOSPITAL, KURNOOL, KURNOOL, ANDHRA PRADESH, 518001	6,56,060
117	NAGAMANI PRASAD	#232 BANNERGHATTA ROAD, 4TH MAIN PANDURANGA NAGAR, BANGLORE SOUTH, BANGLORE, KARNATAKA, 560076	2,10,541
118	VENKOJI RAO KOTTE	F NO.7/3 RD FLOOR .6/19, RADHAKRISHNAN STREET, T NAGAR, CHENNAI, TAMILNADU, 600017	1,25,172
119	VISHAL ABROL	S/O RAVINDER KUMAR, HOUSE NO.403 IMPERIAL RESIDENCY, DERABASSI ZIRAKPUR SAS NAGAR (MOHALI), PUNJAB, PUNJAB, 140603	69,890

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Share And Investment

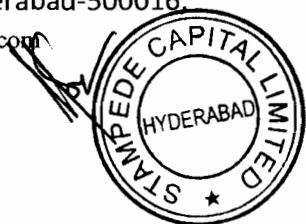
120	OMANSH ENTERPRISES LIMITED	SHOP NO. QD-37 DDA MARKET, PITAMPURA NEW DELHI, NORTH WEST DELHI, DELHI, DELHI, 110034	6,65,768
121	SINGH MOHINDER NAIN	1079 SECTOR 18-C, CHANDIGARH, 0, CHANDIGARH, CHANDIGARH, 160018	6,55,677
122	ARUN KUMAR SOOD	HNO 2087 URBAN ESTATE, PHASE 1 DOGRI LUDHIANA, 0, LUDHIANA, PUNJAB, 141002	15,94,909
123	ROMIL JAIN	M 149 MADHAV NAGAR GIRI, GWALIOR LASHKAR, MADHYA PRADESH, GWALIOR, MADHYA PRADESH, 474001	6,03,627
124	RAVINDER KUMAR SHARMA	HOUSE NO 696, SECTOR 7 PANCHKULA, SECTOR 8 PANCHKULA, PANCHKULA, HARYANA, 134109	10,94,331
125	PRASHANT KUMAR GIRI	AZAD NAGAR, NEAR RASHMI NIKETAN SCHOOL, DINAPUR CUM KHAGAUL, PATNA, BIHAR, 800011	4,168
126	RAJU THOTA	H NO 11-26, MANAKONDUR MANDAL, KONDAPALKALA, KARIMNAGAR, TELANGANA, 505474	2,579
127	KLING TRADING INDIA PRIVATE LIMITED	8-2293/82/NL/205, NEW MLA AND MP COLONY, JUBILEE HILLS, HYDERABAD, TELANGANA, 500033	3,36,132
128	SPACENET ENTERPRISES INDIA LIMITED	NO.302 LOTUS BLOCK BLOCK-B, SANDY SPRINGS, MANIKONDA VILLAGE RANGA REDDY DIST, HYDERABAD, TELANGANA, 500089	80,813
129	SIVA RAMA PRASAD KOTA	H NO 15-83, CHALLAPALLI, KRISHNA, KRISHNA, ANDHRA PRADESH, 521126	4,87,722
130	NSE CLEARING LTD - SELF CLEARING	FLAT 402-404, 4 TH FLOOR, SAPTAGIRI TOWERS, BEGUMPET, HYDERABAD, TELANGANA, 500016	51,28,328
131	GLOBE CAPITAL MARKET LTD (NCL) - SELF	FLAT 402-404, 4 TH FLOOR, SAPTAGIRI TOWERS, BEGUMPET, HYDERABAD, TELANGANA, 500016	2,47,65,991

Stampede Capital Ltd

402 to 404, 4 Floor, Saptagiri Towers, Begumpet, above Pantaloons, Hyderabad-500016

Telangana, India. Tel: +91 40 48578444/26, Email: cs@stampedecap.com, www.stampedecap.com

CIN: L67120TG1995PLC020170



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Stampede

Stampede Capital Limited

132	GLOBE CAPITAL MARKET LTD (BSE CUR - SELF	FLAT 402-404, 4 TH FLOOR, SAPTAGIRI TOWERS, BEGUMPET ,HYDERABAD, TELANGANA, 500016	33,542
133	GLOBE COMMODITIES LTD (BSE COM) - SELF	FLAT 402-404, 4 TH FLOOR, SAPTAGIRI TOWERS, BEGUMPET ,HYDERABAD, TELANGANA, 500016	47,58,87 4
134	GLOBE NCL CLEARING - SELF	FLAT 402-404, 4 TH FLOOR, SAPTAGIRI TOWERS, BEGUMPET ,HYDERABAD, TELANGANA, 500016	8,41,089

We further confirm and state that statements made above is true and correct to our knowledge, information and belief.

For and on behalf of Stampede Capital Limited



Jonna Venkata Tirupati Rao

Managing Director

DIN:07125471

Add: Villa No. 39,
Manjeera Smart Homes,
Quthubullapur Village Municipal Office
Road, Quthubullapu Mandal, Hyderabad
Rangareddi-500055, India.

Date: 02.02.2021

Place: Hyderabad



Srinivas Maya

Whole Time Director

DIN:08679514

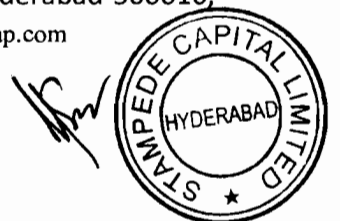
Add: Sai Nagar Colony Road No. 2/A,
Nagole-500068, Hyderabad, India.

Date: 02.02.2021

Place: Hyderabad

Stampede Capital Ltd

402 to 404, 4 Floor, Saptagiri Towers, Begumpet, above Pantaloons, Hyderabad-500016,
Telangana, India. Tel: +91 40 48578444/26, Email: cs@stampedecap.com, www.stampedecap.com
CIN: L67120TG1995PLC020170



Annexure - A8

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CA

NAVITHA AND ASSOCIATES

CHARTERED ACCOUNTANTS

16-11-740/75, Plot No. 84,

V.K. Dhage Nagar, Dilsukhnagar,

Hyderabad - 500 060. T.S.

Cell : 09848338091, E-mail : navitha.k@gmail.com

CERTIFICATE

To,

The Board of Directors,

Stampede Capital Limited

Add: 402 to 404, 4th, Floor, Saptagiri Towers,
Begumpet, above Pantaloons, Hyderabad-500016,
Telangana, India.

I, Navitha. K, proprietor of Navitha and Associate Chartered Accountants, Firm (Registration No. 12026S) the statutory auditors of Stampede Capital Limited (CIN: L67120TG1995PLC020170), (hereinafter referred to as "the Company"), a Company incorporated under the Companies Act, 1956 having its registered office at 402 to 404, 4th, Floor, Saptagiri Towers, Begumpet, above Pantaloons, Hyderabad-500016, Telangana, India based on the information and the documents produced before us and explanation furnished by the Company, certify that the list of secured creditors and unsecured creditors issued by the Company which is attached in **Annexure-A and Annexure-B** to this Certificate is correct as per the records of the company verified by us.

We further certify that from as per the records of the Company the Company does not have any secured creditors as on 02.02.2021 and it has unsecured creditors of Rs. 25,82,69,210 outstanding as on 02.02.2021.

This Certificate is issued at the request of Stampede Capital Limited pursuant to the requirements of Section 66 of the Companies Act, 2013 read with the National Company Law Tribunal (Procedure for reduction of share capital of Company) Rules, 2016 for onward submission to National Company Law Tribunal (NCLT)/Tribunal. This Certificate should not be used for any other purpose without prior written consent.

Navitha and Associate

Chartered Accountants

ICAI Firm Reg No.: 012026S

Navitha
Navitha. K

Proprietor

Membership Number: 221085



Date: 02.02.2021

Place: Hyderabad

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Annexure-A**LIST OF UN-SECURED CREDITORS****Unsecured Loans:**

Sl. No.	Name of the Un-Secured Creditor	Address	Amount due
1.	Barret Commodity Traders Pvt Ltd	H No 9-8 / 1, S V Nagr Road No 11, Nagaram Keesara Mandal, Hyderabad-500083	21,51,786
2.	Vishnu Vardhan Reddy G	H No 3-30/1, Dharmasagar Mandalam, Dharmasagar, Warangal-506142	15,00,000
3.	Gayi Adi Managerment And Trends Pvt Ltd	Villa No 39 ,Manjeera Smart Homes, Quthubullapur, Hyderabad-500055	12,80,34,353
4.	Usha Rani Meenavalli	Plot No. 1144, Road No. 58, Jubileehills, Hyderabad-500033, Telangana, India.	84,49,824

Trade Payables:

Sl. No.	Name of the Un-Secured Creditor	Address	Amount due
1.	Clients	Refer Annexure-B	10,58,25,339

Advances Received From Customers:

Sl. No.	Name of the Un-Secured Creditor	Address	Amount due
N.A.			

Employee Related Liabilities:

Sl. No.	Name of the Un-Secured Creditor	Address	Amount due
1.	Gratuity Payable		4,87,182

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Statutory Liabilities:

Sl. No.	Name of the Un-Secured Creditor	Address	Amount due
1.	ESIC Payable (ER.EE. Contribution)	Employees State Insurance Corporation, Ministry of Labour & Employment, Government of India	58,059
2.	Professional Tax Payable	Commercial Tax Department, Government of Telangana	22,350
3.	Tax deducted at source (TDS) Payable	Income Tax Department, Government of India	7,93,741
4.	Provident Fund	Employees' Provident Fund Organisation, Ministry of Labour & Employment, Government fo India	3,48,334

Other Liabilities:

Sl. No.	Name of the Un-Secured Creditor	Address	Amount due
1.	Navitha And Associates	16-2-740/75, Plot No.84, V.K. Dhage Nagar, Dilsukh Nagar, Hyderabad-500060, Telangana, India.	3,40,874
2.	Comtel infosystems pvt. Ltd	101-102, Trade Avenue, Suren Road, Opp. L&T Health Care Centre, Andheri East, Mumbai-400093, Maharashtra, India.	8,38,800
3.	Sajneer Management & Consultancy Private Limited	SK-III/146/A GF Indirapuram, Ghaziabad-201014, Uttar Pradesh, India.	4,62,000
4.	Charlie Technologies Private Limited	Plot No. 76D, Udyog Vihar, Phase-IV, Gurgaon-122001, Haryana, India.	60,81,050
5.	Zing HR Cnergyis Infotech	5th Floor, Kalpataru	82,875

	India Private Limited	Plaza, Off. S. V Road, Malad (West) Mumbai, Maharashtra, India.	
6.	Symphony Fintech Solutions Private Limited	101-102, Trade Avenue, Suren Road, Chakala, Andheri East, Mumbai-400093	7,25,000
7.	My Kind Vacations Private Limited	307 Syndicate House, Rohtak Road, Inderlok, Delhi, India.	12,600
8.	C.H. NARAYANA	1-10-75/1/1 To 6, Begumpet, Hyderabad- 500016, Telangana, India.	29,835
9.	C.H. VENU GOPAL	1-10-75/1/1 To 6, Begumpet, Hyderabad-500016, Telangana, India.	29,835
10.	C.H. RAVINDER	1-10-75/1/1 To 6, Begumpet, Hyderabad-500016, Telangana, India.	29,835
11.	C.H. SRINIVAS	1-10-75/1/1 To 6, Begumpet, Hyderabad-500016, Telangana, India.	29,835
12.	PRAKASH RAO CH	1-10-75/1/1 TO 6, Begumpet, Hyderabad-500016, Telangana, India.	29,835
13.	Excalibur Security Services India Private Limited	Plot No. 2-22-1/33, Flat No.302, Lakshmikalyan Apartment, Bhagyanagar Colony, Kukatpally, Hyderabad-500072, Telangana, India.	36,025
14.	Regency Fincorp Limited (Formerly Known as Regency Investments Limited)	T4-B Third Floor, Centra Mall Industrail Area Ph-1 Chandigarh, India.	12,88,396
15.	Saptagiri Towers Maintanance	1-10-75/1/1 To 6, Begumpet, Hyderabad-500016, Telangana, India.	19,898
16.	Mallampati Chaitanya	'V-Square' Municipal Nos.59A/21/13 High School road, Patamata	37,000

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		, Vijayawada-520007, Andhra Pradesh, India.	
17.	Mohanraam Sethuraman	'Gokul Arcade' Municipal No 2 & 2A, Sardar Patel Road, Adyar, Chennai- 600020, India.	46,250
18.	Kamlesh Kumari Jugal Kishore	Unit No. 57B, 3 rd Floor, Sushmainfinium, Chandigarh, Ambala Highway, Zirakpur, Punjab-140603, India.	64,750
19.	My First Office	Door No. 9-929-7/3, Balaji Nagar, Siripuram Junction, Visakhapatnam- 530003, India.	37,000
20.	Mittal Tower Commercial Complex Own	A Wing Basement, No.6, Mg Road, Bangalore, Karnataka- 560001, India.	3,666
21.	Mrityunjay Kumar (Delhi Rent)	Unit Number A-337, Third Floor, Pacific Business Park, Plot No.37/1, Site-IV, Sahibabad Industrial Area, Ghaziabad- 201010, Uttar Pradesh, India.	46,250
22.	Priyadarshini (Delhi Rent)	Unit Number A-338, Third Floor, Pacific Business Park, Plot No.37/1, Site-IV, Sahibabad Industrial Area, Ghaziabad- 201010, Uttar Pradesh, India.	46,250
23.	Shabbir Fakruddin (Delhi Rent)	Commercial Unit No.B-322, Third Floor, Pacific Business Park, Plot No.37/1, Site-IV, Sahibabad Industrial Area, Ghaziabad- 201010, Uttar Pradesh, India.	87,875
24.	Pacific Maintenance Services Private Limited	Corp Off., 3 rd Floor, Pacific Mall, Site-	17,055

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		4,37/1, Site-IV, Sahibabad Indl Area, Ghaziabad-201010, Uttar Pradesh, India.	
25.	Adyar Gokul Arcade Owners Ass	Gokul Arcade 2, Sardhar Patel, Road, Adyar, Chennai- 600020, India	2,936
26.	True Data	Flat 203, Krishna Kasturi Arcade, 68/69 Kundanbagh Colony, Begumpet, Hyderabad, Telangana - 500016	6,897
27.	Global Aircon Services	Block-F Flat No. 15 Kanthi Shikra Apts, Panjagutta, Hyderabad-500004, Telangana, India.	83,000
28.	Sunanda.S	1258-59, 'B'wing 14 th Floor, 'Mittal Tower' MG Road, Bangalore- 560001, Karnataka, India.	51,800

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List of Clients

Annexure-B

Sl. No.	Name of the Un-Secured Creditor	Address	Amount due
1	GEETHA DEVALLA	20-1-7F-246 C K REDDY ROAD, INDIRA ENCLAVE AYODYA NAGAR, AYODYA NAGAR,VIJAYAWADA, ANDHRA PRADESH, 520003	1,171
2	VEERANNA CHOWDARY DEVELLA	FLAT NO.244 INDIRA ENCLAVE, AYODHYA NAGAR KRISHNA GANDHINAGAR, VIJAYAWADA (URBAN) ,VIJAYAWADA, ANDHRA PRADESH, 520003	445
3	PREET MOHINDER SINGH	22 ST NO 9 GURU NANAK NAGAR, PATIALA, PUNJAB 147001, PATIALA,PUNJAB, PUNJAB, 147001	22,55,871
4	RAMESH CHANDER GULATI	HOUSE NO S-154 BASANT, VIHAR COLONY NOORWALA ROAD, LUDHIANA CENTRAL POST OFFICE,LUDHIANA, PUNJAB, 141008	7,17,798
5	RAM KUMAR	H NO 1931/78 STREET NO 6, BASANT NAGAR LUDIANA, CENTRAL POST OFFICE,LUDHIANA, PUNJAB, 141008	9,20,666
6	KUMAR EXPORTS	C-180PHASE, VI FOCAL POINT, LUDHIANA,LUDHIANA, PUNJAB, 141010	34,93,426
7	AJAY KUMAR SOOD	HOUSE NO 2087 URBAN ESTATE, PHASE 1 DUGRI LUDHIANA, MODEL TOWN,LUDHIANA, PUNJAB, 141002	7,34,215
8	SURINDRA SOOD	H NO 2109 PHASE 1, URBAN ESTATE, GUGRI MODEL TOWN,LUDHIANA, PUNJAB, 141002	40,73,467
9	INDERJEET KAUR WADHWA	H NO 33 BRS NANAGAR BLOCK A, NEAR STATE BANK OF PATIALA, LUDHIANA,LUDHIANA, PUNJAB, 141012	84,72,656
10	ANJU BAJAJ	H N 1931/78/43 STREET NO 6, BASANT NAGAR BAGGA KALAN, BAGGAKHURD LUDHIANA,LUDHIANA, PUNJAB, 141008	8,01,223
11	MANOJ BAJAJ	1931/78/43 BASANT NAGAR, SHIVPURI CENTRAL POST, OFFICE LUDHIANA,LUDHIANA, PUNJAB, 141008	18,22,647
12	KOMESH KUMAR	HOUSE NO 1E. VIKAS COLONY, BLOCK B PATIALA, PATIALA PUNJAB,PATIALA, PUNJAB, 147001	8,33,140

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13	AMIT BAJAJ (HUF)	1931/78/43 ST NO 6, BASANT NAGAR SHIVPURI, CENTRAL POST OFFICE,LUDHIANA, PUNJAB, 141008	24,13,856
14	CHENNA KESAVA RAO JORIGE	H NO 1-16-288 INDUSTRIAL AREA, PETROL BUNK AREA, KAGAZNAGAR,ADILABAD, TELANGANA, 504296	111
15	RAJENDAR GARIGANTI	Q NO SD155 SRIRAMPUR COLONY, NEAR AIRTEL TOWER , SRIRAMPUR MANCHERIAL,ADILABAD, TELANGANA, 504303	4,37,038
16	HARA PRAVEEN KATTA	H NO 2-7-207 EXCISE COLONY, NEAR GANAPATHI TEMPLE, SUBEDARI HANAMAKONDA,WARANGAL, TELANGANA, 506001	2,18,527
17	JIYAUDDIN MOHD	HNO 2-7-85 , EXCICE COLONY, HANAMKONDA,WARANGAL, TELANGANA, 506001	74,254
18	JOSEPH THATIKONDA	H NO 24-7-16 FATHIMA NAGAR, HANAMAKONDA, R E COLLEGE WARANGAL,WARANGAL, TELANGANA, 506004	1,67,998
19	KALYANI VANAMALA	H NO 4-8/A-1, PAKHALA ROAD, NARASAMPET,WARANGAL, TELANGANA, 506132	2,88,801
20	LALITHA PYDIPALA	H NO 2-5-73/14B SR TOWERS, BK REDDY CLY NAKKALGUTTA, BESIDE CANARABANK HANAM KONDA,WARANGAL, TELANGANA, 506001	3,50,559
21	MOHAN RAO ARSHANAPALLY	HNO 15-3, NARSAMPET, WARANGAL,WARANGAL, TELANGANA, 506132	8,30,594
22	NEERAJ GODISHALA	H NO 15-9-87, RAMANNAPET, WARANGAL,WARANGAL, TELANGANA, 506002	3,44,209
23	PRAVEEN MARAPALLY	H NO 24-7-16, FATIMA NAGAR BISHOP'S HOUSE, HANAMKONDA RE COLLEGE,WARANGAL, TELANGANA, 506004	2,68,542
24	RAJU GUDEPU	H NO 2-8-569/2, BHAVANI NAGAR, HANAMKONDA,WARANGAL, TELANGANA, 506001	54,805
25	VINODA ARSHANAPALLY	H .NO 15-3, NARSAMPET, 0,WARANGAL, TELANGANA, 506132	10,30,564
26	VISHNU VARDHAN REDDY CHADA	3-37, DHARMA SAGAR MANDAL, WARANGAL-506142, TELANGANA, INDIA	1,78,674

27	VAMSHI KRISHNA DANDANAYAKULA	H NO 1-130 , REBBENA, ADILABAD,ADILABAD, TELANGANA, 504219	1,27,684
28	VENKATESHWARLU SINGIRI KONDA	H NO 15-1-301/1, VIVEK MARG, RANGAMPET K M COLLEGE,WARANGAL, TELANGANA, 506007	5,06,946
29	NAGESHWAR RAO VANAMALA	H NO 4-8/A-1, PAKHALA ROAD, NARASAMPET,WARANGAL, TELANGANA, 506132	2,67,618
30	VENKAT REDDY VEMULA	H NO 4-142/16/3A SRINIVASA HOMES, PADMAVATHI COLONY ROAD NO1, SWAROOPNAGAR NR MASQUE UPPAL,HYDERABAD, TELANGANA, 500039	2,72,179
31	ANURADHA BURISSETTY	H.NO.23-5-6 GAYATRI NILAYAM, VANDANAPU VARI STREET, SATYANARAYANAPURAM VIJAYAWADA URBAN,KRISHNA, ANDHRA PRADESH, 520011	1,34,722
32	RATNAMMA BADAM	59A-8/1-7 FLAT NO 9 1ST LINE, VASAVI COLONY OPP GURUNANAK CONLONY, OPP PATAMATA VIJAYAWADA URBAN,KRISHNA, ANDHRA PRADESH, 520008	3,30,414
33	DURGALAKSHMI NARASIMHAM BODDAPATI	HNO 48-8-6 ZION SCHOOL ROAD, GUNADALA VIJAYAWADA URBAN, KRISHNA,KRISHNA, ANDHRA PRADESH, 520004	7,55,150
34	EDA LOKA SRINIVASA RANJAN	DNO 2/275 DESAI PETA, AGRAHARAM STREET, MACHILIPATNAM KRISHNA,KRISHNA, ANDHRA PRADESH, 521001	2,20,122
35	KEERTI JAGARLAMUDI	H NO 11-9-42/1 PLOT NO 36, DASPALLA HILLS PANDURANGAPURAM, VISAKHAPATNAM URBAN,VISAKHAPATNAM, ANDHRA PRADESH, 530003	2,45,517
36	JASMIN SHAIK	H NO 18-7-58/A KEDARESWARA, PETA KHUDDUS NAGAR, GANDHINAGARAM KRISHNA,KRISHNA, ANDHRA PRADESH, 520003	2,08,222
37	MOHAMMED KHAZAVALI	HNO 24-1-128/1 SAMBAMURTHY ROAD, NEAR ALLURISITARAMARAJU BRIDGE, ROKALLA PALEM VIJAYAWADA,KRISHNA, ANDHRA PRADESH, 520003	2,89,977
38	LAKSHMI RAJYAM BADAM	59A-8/1-7 PLOTNO 9 1 LANE, VASAVI COLONY, PATAMATA POLYTECHNIC,KRISHNA, ANDHRA	2,46,840

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		PRADESH, 520008	
39	MOHAMMED RABIYA BASRI	H NO 28-24-13, HUSSAIN STREET, ARUNDALPET KRISHNA,VIJAYAWADA, ANDHRA PRADESH, 520002	9,13,338
40	BHADRAIAH PRUDHIVI	H NO 29-13-43-A KALESWARARAO, ROAD NEAR PUSHPA HOTEL, SURYARAOPET VIJAYAWADA,KRISHNA, ANDHRA PRADESH, 520002	11,24,959
41	PRASANTHI DUDDUPUDI	H NO 3-159/1 MAIN ROAD, NEAR RAMALAYAM SEETHANAGARAM, BOBBILLANKA MULAKALLANKA,EAST GODAVARI, ANDHRA PRADESH, 533293	2,06,580
42	RAMYA KADIYALA	54-14/B-60A PLOT NO 10 ROAD NO 5, BHARATHI NAGAR NR KADIYALA SIVARAMA, KRISHAIAH PARK VIJAYAWADA URBAN,VIJAYAWADA, ANDHRA PRADESH, 520008	2,21,548
43	RAJESH CHALLA	D NO 26-14-6, PUTTA VARI VEEDHI KAMBALA PETA, RAJAHMUNDRY,EAST GODAVARI, ANDHRA PRADESH, 533101	3,44,014
44	NALLAMOTHU RAJA RATNAM	H NO 8-248 F NO 402, BANDARI LAYOUT NIZAMPET, NARAYANADRI HEIGHTS,K.V.RANGAREDDY, TELANGANA, 500090	2,33,625
45	BUDDA SASIKALA	H NO 20-14-6 MANTHRI VARI STREET, SANGADIGUNTA, GUNTUR BAZAR,GUNTUR, ANDHRA PRADESH, 522003	86,873
46	SAFURA SHAIK	H NO 1-3-23/11, KAMAKOTI NAGAR, VIDYADHARAPURAM VIJAYAWADA URBAN,KRISHNA, ANDHRA PRADESH, 520012	2,60,194
47	VENKATA SUBBALAKSHMI PEDDIBHOTLA	H NO 48-8-11/6, ZION BIBLE SCHOOL ROAD, GUNADALA MACHAVARAM ,KRISHNA, ANDHRA PRADESH, 520004	96,421
48	SAMIUNNISA SHAIK	H NO 1-3-23/11 KAMAKOTI NAGAR, VIDHYADHARAPURAM, VIJAYAWADA URBAN,KRISHNA, ANDHRA PRADESH, 520012	9,29,696
49	SALMA MOHAMMED	24-1-128/1 SAMBAMURTHY ROAD, NEAR ALLURI SITARAMARAJU BRIDGE, ROKALLA PALEM GANDHINAGARAM,KRISHNA, ANDHRA PRADESH, 520003	4,54,708
50	VENKATAHARIPRIYA SANKU	48-11/5-7 FLAT NO 302 , SRI RAMACHANDRA NAGAR KAKATIYA, SIRI ENCLAVE POLYTECHNIC	110

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		COLLEGE, KRISHNA, ANDHRA PRADESH, 520008	
51	ZAKIR HUSSAIN MOHAMMAD	H NO 28-24-13 HUSSAIN SAHEB, STREET ARUNDALPET, BUCKINGHAMPET KRISHNA, KRISHNA, ANDHRA PRADESH, 520002	8,54,019
52	ARUNKUMAR IRANI SHATRU	#3991/A SHIVA NILAYA, NEAR AYYAPPA SWAMY TEMPLE, DAVANAGERE, DAVANAGERE, KARNATAKA, 577004	3,76,077
53	ARSHIA VAZEER	FLAT NO 106 BLOCK-2B, SMR VINAY CITY MIYAPUR, NR NAREN ESTATES TIRUMALAGIRI, HYDERABAD, TELANGANA, 500049	1,01,218
54	AMARANATH REDDY BUSA	H NO 47-15-13-3/4 3RD FLR, NAVARATNA JEWEL SQUARE, DWARAKANAGAR MAIN ROAD, VISAKHAPATNAM, ANDHRA PRADESH, 530016	1,000
55	KHURSHID AKTHER	H NO 50-81-22, SEETHAMMAPETA, VISAKHAPATNAM AKKAYYAPALEM, VISAKHAPATNAM, ANDHRA PRADESH, 530016	5,06,305
56	KEMBAY ARUNA	H2-53 SATYASAI ENCLAVE, NR AMRI HOSPITAL KOLATHIA, BHUBANESWAR KHANDAGIRI, KHORDHA, ORISSA, 751030	3,16,612
57	MANIKANTA ABHINAVA RAGHAVA GRANDHI	H NO 4-52-8 LAWSONS BAY COLONY, NEAR POST OFFICE, VISAKHAPATNAM, VISAKHAPATNAM, ANDHRA PRADESH, 530017	2,21,374
58	PARVATHIMANI JETTI	H NO 10-6-2 NANDI VEEDHI, NEAR KOTHA PETAMANDAPAM, VIZIANAGARAM, VIZIANAGARAM, ANDHRA PRADESH, 535002	3,30,095
59	PADMAVATHI GINNI	H NO 50-109-1/11 F NO 203, MYTHRI RESIDENCY TPT COLONY, NR BOYS SOCIAL WELFARE HOSTEL, VISAKHAPATNAM, ANDHRA PRADESH, 530013	4,47,824
60	SUBBA REDDY GINNI	50-109-1/11 FLAT NO 203, MYTRI RESIDENCY, SEETHAMMADHARA P& T COLONY, VISAKHAPATNAM, ANDHRA PRADESH, 530013	3,08,901
61	SATISH VADAPALLI	H NO 15-13-8/8 FLAT NO 502, GAYATRI APTS KRISHNA NAGAR, BEHIND SAGAR DURGA HOSPITAL, VISAKHAPATNAM,	4,79,789

		ANDHRA PRADESH, 530002	
62	VEERA BHADRA VARA PRASAD GUNDA	FLAT NO 403 SAI VISHNAVI RESIDENCY, VIDYUT NAGAR NEAR PORT STADIUM, AKKAYYAPALEM VISAKHAPATNAM URBAN,VISAKHAPATNAM, ANDHRA PRADESH, 530016	2,35,918
63	PENUMARTY VENKATARAO	H NO 56-1-122 BAPUJI NAGAR, ANNAMMA GHATI KAKINADA, EAST GODAVARI,EAST GODAVARI, ANDHRA PRADESH, 533002	3,38,377
64	MEERA SHARMA	D-83 RANJEET NAGAR, BHARATPUR, 0,BHARATPUR, RAJASTHAN, 321001	3,75,612
65	RAJNEE AGARWAL	4/117 B CIVIL LINE, CHURCH ROAD, AGRA,AGRA, UTTAR PRADESH, 282002	469
66	DEEPA MEHTA	H NO 476/11 FLAT NO 402, RATTAN GARDEN, GURGAON HARYANA,GURUGRAM, HARYANA, 122001	30,896
67	DEEPAK AGARWAL	4/117 B CIVIL LINES, CHURCH ROAD, AGRA,AGRA, UTTAR PRADESH, 282002	469
68	DISHA AGARWAL	H NO 4/117 B , CIVILL LINES, CHURCH ROAD,AGRA, UTTAR PRADESH, 282002	469
69	KANCHAN JHA	H NO 54-A GALLI NO 14, A2 BLOCK WEST SANT NAGAR, BURARAI KAMAL PUR MAJRABURARAI,DELHI, DELHI, 110084	2,34,585
70	PAWAN AGARWAL	4/117 B CIVIL LINES, CHURCH ROAD, AGRA,AGRA, UTTAR PRADESH, 282002	469
71	PADAM CHAND AGARWAL	4/117 B CIVIL LINES, CHURCH ROAD, AGRA,AGRA, UTTAR PRADESH, 282002	1,000
72	RUPANSHI AGARWAL	4/117 B CIVIL LINES, CHURCH ROAD, AGRA,AGRA, UTTAR PRADESH, 282002	469
73	SHABBIR FAKHRUDDIN	B-003 ANANDA APPARTMENT, SECTOR 48 GAUTAM BUDDHA NAGAR, NOIDA UTTARPRADESH,GHAZIABAD, UTTAR PRADESH, 201301	10,477
74	SRIJIT ROY CHOWDHURY	PASCHIM PANSHILA, PANIHATI PANSILA, NORTH 24 PARAGANAS,NORTH 24 PARAGANAS, WEST BENGAL, 700112	2,33,241
75	SHIVANGI AGARWAL	4/117 B CIVIL LINE, CHURCH ROAD, AGRA,AGRA, UTTAR PRADESH, 282002	469
76	SUDHA AGARWAL	4/117 B CIVIL LINES, CHURCH ROAD, AGRA,AGRA, UTTAR PRADESH, 282002	1,000

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77	VINOD KUMAR	182 PATEL NAGAR 2, BONJHA, 0,GHAZIABAD, UTTAR PRADESH, 201001	3,29,840
78	PADAM CHAND AGARWAL	H NO 4/117 B, CIVIL LINES, CHURCH ROAD,AGRA, UTTAR PRADESH, 282002	469
79	HASEENA SHAIK	VILLA NO. 39 MANJEERA SMART HOMES, QUTHUBULLAPUR VILLA MUNCIPAL OFFICE RD, RANGAREDDI,HYDERABAD, TELANGANA, 500055	3,89,544
80	VEMULA ADITYA	4-30/2 BAGIRATHA COLONY, MAHABUBNAGAR, 0,MAHABUBNAGAR, TELANGANA, 509001	1,92,223
81	MANCHALA ARUNA KUMARI	2-3-863 PLOT NO 4 ROAD NO 5, ROAD NO 3 SBH NAGOLE, ARUNODAYA NAGAR L B NAGAR,RANGAREDDY, TELANGANA, 500068	85,629
82	CH V S S UMAMAHESWARA RAO	VILLANO-20 MANJEERA SMART, HOMES BEHIND HMT QUTUBULLAPUR, KUTBULLAPUR K.V RANGAREDDY,HYDERABAD, TELANGANA, 500055	3,541
83	V V S S S MAHESH VARMA DANTULURI	FLAT NO 201 PAVANI CASTLE, KOUSALYA COLONY MAA VILLA ROAD, BACHUPALLY MIYAPUR NR SLG HOSPITAL,HYDERABAD, TELANGANA, 500049	10,000
84	GRAIN IMPEX PRIVATE LIMITED	1-8-31 TO 41, 3 RD FLOOR, KAPADIA TOWER LANE, BAPUBAGH COLONY, P.G. ROAD, SECUNDRABAD-500003, TELANGANA, INDIA.	668
85	KEERTHI BHARATH CHRIST VASE	SF2-SAI SUGUNA RESIDENCY, MADHUSUDHAN NAGAR, OPP ST MARTIN SCHOOL MALKAJGIRI,K V RANGA REDDY, TELANGANA, 500047	634
86	KASIGARI KODANDA RAMA SARMA	FLAT NO 508 BLOCK1 MAHANAGAR, GREEN TERRACES NEAR RAMALAYAM, NAGOLE HAYATHNAGAR,K.V.RANGAREDDY, TELANGANA, 500068	2,98,129
87	KOMMU SRAVANTHI	H NO 2-3-734/B/44/C, SHANKER NAGAR, AMBERPET,HYDERABAD, TELANGANA, 500013	5,00,000
88	LAKSHMI KUMARI MODUKURU	H NO 8-7-116/1/1 JAGRUTHI SHINES, NAGIREDDY COLONY NAGIREDDY COMPLEX, OLD BOWENPALLY TIRUMALAGIRI,HYDERABAD, TELANGANA, 500011	29,476

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89	MADHU BABU KOTHARU	P N 94 F NO 201, RL RESIDENCY CBCID COLONY, HYDER NAGAR BALANAGAR,RANGA REDDY, TELANGANA, 500085	57
90	MANORANJAN LUKE	H NO 5-8-50/A , FATEH SULTAN LANE, NAMPALLY,HYDERABAD, TELANGANA, 500001	1,67,239
91	NARASIMHA MURTHY GUDIPUDI	H NO 14-79/2 BRIRAMNAGAR, COLONY PATANCHERU, NEAR DURGA TEMPLE,HYDERABAD, TELANGANA, 502032	3,615
92	PRADEEP REDDY MADANA	VILLA N 35 MANJEERA SAMRTHOMES, VILLAS NEAR MUNICIPAL OFFICE, QUTUBULLAPUR MEDCHUAL,HYDERABAD, TELANGANA, 500055,	57,762
93	PRASANNA JAMULAPURAM	H NO 4-3-45/2 CHAND KHAN, BEHIND CITY LIGHT HOTEL, OLD BHOIGUDA SECUNDERABAD,HYDERABAD, TELANGANA, 500003	3,15,627
94	PAKANATI PRADEEP REDDY	H NO 8-1-300/2 F NO 502, TANCICA SHAIKPET , BEHIND HDFC BANK GOLCONDA,HYDERABAD, TELANGANA, 500008	1,57,358
95	S PADMALAYA DEVI	PLOT NO 23 PAMALAYA ENCLAVE, PHASE 1 DWARAKA NAGAR, BODUPPAL,K.V.RANGAREDDY, TELANGANA, 500039	8,60,634
96	RAGHUNATH CHITYALA	H NO 1-2-366/76, DOMALGUDA BESIDE P G GROUND, BANDA NAGAR,HYDERABAD, TELANGANA, 500029	2,60,601
97	VADLAPATLA RADHA MADHAVI	H 201 APARNA SERENE PARK, KONDAPUR MASJID BANDA, MAIN ROAD GACHIBOWLI,K.V.RANGAREDDY, TELANGANA, 500084	3,42,075
98	RADHA BODDANAPALLI	H NO 6-1-277 SRI SATYANANDA, NILAYAM PADMARAO NAGAR, NR NTR STATUE SECUNDERABAD,HYDERABAD, TELANGANA, 500025	4,44,827
99	SURESH BOGGAVARAPU	1-10-373 TO 388/404 SHREEMUKHS, KONTHAM TOWERS BRAHMANWADI, BEGUMPET NR YELLAMMA TEMPLE,HYDERABAD, TELANGANA, 500016	4,20,434
100	SRIRAMACHANDRA PRASAD MOVVA	16-11-16/13/4 PLOT NO 105, RATNADEEP COMPLEX, SALEEM NAGAR MALAKPET,HYDERABAD, TELANGANA, 500036	5,000

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101	TALADI LINGAM	8-3-231/A/39 SK NAGAR, YOUSUFGUDA, KHAIRTABAD, HYDERABAD, TELANGANA, 500045	123
102	THOYAJA RAO MIKKILINENI	B-242 6 TH AVENUE, SAINIKPURI, KAPRA, HYDERABAD, TELANGANA, 500094	4,53,899
103	YERUBANDI VIJAYA LAKSHMI	1-4-879/64 2ND FLOOR FLAT 202, UDAYA S RAMANA RESIDENCY, SBI COLONY SEC HYD GANDHINAGAR, HYDERABAD, TELANGANA, 500080	5,52,859
104	SATYANARAYANA MURTHY VARANASI	F NO J-8 AIRLINES TOWERS, P G ROAD NEAR FOOD WORLD, SINDHI COLNY SECUNDERABAD, HYDERABAD, ANDHRA PRADESH, 500003	6,32,949
105	VIJAYA KUMARI SARIGALA	8-2-703/3/1/11 FLAT 203, MY CASTLE ROAD NO 12, BANJARA HILLS, HYDERABAD, TELANGANA, 500034	2,57,542
106	YAVAN RAO WAGHMARE	H NO 18-7-198/A/214, TALAB KATTA, CHARMINAR, HYDERABAD, TELANGANA, 500002	2,469
107	HASEENARAO APPAREL (OPC) PVT LTD	VILLA NO. 39, MANJEERA SMART HOMES, MUNICIPAL PFF ROAD, QUTHUBULLAPUR RANGA REDDI, HYDERABAD, TELANGANA, 500055	1,03,59,153
108	KARI NAGA PRAVEEN CHOWDARY	1-31 GANGAVRAM, GANGAVARM INKOLLU, GANGAVARAM PRAKASAM, PRAKASAM, ANDHRA PRADESH, 523167	697
109	RAMESH MANTHENA	H NO 2-5-668/1, SUBEDARI, HANAMAKONDA, WARANGAL, TELANGANA, 506001	1,99,414
110	BARRET COMMODITY TRADERS PVT LTD	H NO 9-8 / 1, S V NAGR ROAD NO 11, NAGARAM KEESARA MANDAL, HYDERABAD, TELANGANA, 500083	1,302
111	ATHOTA VENKATESWARLU	FLAT E MALOLA FLATS 176, HABIBULLAH ROAD T NAGAR, THIYAGARAYA NAGAR CHENNAI, CHENNAI, TAMILNADU, 600017	2,78,222
112	RAVANAN ENDRAJITH	OLD NO 24 NOW NO 26, A2 DESIKA ROAD MYLAPORE, CHENNAI, CHENNAI, TAMILNADU, 600004	1,01,661

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113	AKSHATAHA RAO/SANDEEP RAO SURATKAL	495 SANKETHA 6TH MAIN 7TH, CROSS VIJAYA BANK LAYOUT, BANGALORE SOUTH BILEKHALLI,BENGALURU, KARNATAKA, 560076	4,96,280
114	CHITRA SUBRAMANI	17 19TH CROSS BHUVANESHWARI, NAGARA K P AGRAHARA, BANGALORE NORTH MAGADI RD,BENGALURU, KARNATAKA, 560023	1,76,187
115	HEMMIGE SREENIVASAMURTH Y ARUN	SOBHA DEWFLOWER APARTMENTS, 741 4TH CROSS SARAKKI MAIN ROAD, NR RLM HALL JP NAGAR1ST PHASE,BENGALURU, KARNATAKA, 560078	6,52,141
116	JAYANTHI RAGHAVENDRA BHAT	HNO 66/34-A2, NEAR MUNCIPAL HOSPITAL, KURNOOL,KURNOOL, ANDHRA PRADESH, 518001	6,56,060
117	NAGAMANI PRASAD	#232 BANNERGHATTA ROAD, 4TH MAIN PANDURANGA NAGAR, BANGLORE SOUTH,BANGLORE, KARNATAKA, 560076	2,10,541
118	VENKOJI RAO KOTTE	F NO.7/3 RD FLOOR .6/19, RADHAKRISHNAN STREET , T NAGAR,CHENNAI, TAMILNADU, 600017	1,25,172
119	VISHAL ABROL	S/O RAVINDER KUMAR, HOUSE NO.403 IMPERIRAL RESIDENCY, DERABASSI ZIRAKPUR SAS NAGAR (MOHALI),PUNJAB, PUNJAB, 140603	69,890
120	OMANSH ENTERPRISES LIMITED	SHOP NO. QD-37 DDA MARKET, PITAMPURA NEW DELHI, NORTH WEST DELHI,DELHI, DELHI, 110034	6,65,768
121	SINGH MOHINDER NAIN	1079 SECTOR 18-C, CHANDIGARH, 0,CHANDIGARH, CHANDIGARH, 160018	6,55,677
122	ARUN KUMAR SOOD	HNO 2087 URBAN ESTATE, PHASE 1 DOGRI LUDHIANA, 0,LUDHIANA, PUNJAB, 141002	15,94,909
123	ROMIL JAIN	M 149 MADHAV NAGAR GIRD, GWALIOR LASHKAR, MADHYA PRADESH,GWALIOR, MADHYA PRADESH, 474001	6,03,627
124	RAVINDER KUMAR SHARMA	HOUSE NO 696, SECTOR 7 PANCHKULA, SECTOR 8 PANCHKULA,PANCHKULA, HARYANA, 134109	10,94,331
125	PRASHANT KUMAR GIRI	AZAD NAGAR, NEAR RASHMI NIKETAN SCHOOL, DINAPUR CUM KHAGAUL,PATNA, BIHAR, 800011	4,168
126	RAJU THOTA	H NO 11-26, MANAKONDUR MANDAL, KONDAPALKALA,KARIMNAGAR, TELANGANA, 505474	2,579

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127	KLING TRADING INDIA PRIVATE LIMITED	8-2293/82/NL/205, NEW MLA AND MP COLONY, JUBILEE HILLS, HYDERABAD, TELANGANA, 500033	3,36,132
128	SPACENET ENTERPRISES INDIA LIMITED	NO.302 LOTUS BLOCK BLOCK-B, SANDY SPRINGS, MANIKONDA VILLAGE RANGA REDDY DIST, HYDERABAD, TELANGANA, 500089	80,813
129	SIVA RAMA PRASAD KOTA	H NO 15-83, CHALLAPALLI, KRISHNA, KRISHNA, ANDHRA PRADESH, 521126	4,87,722
130	NSE CLEARING LTD - SELF CLEARING	FLAT 402-404, 4 TH FLOOR, SAPTAGIRI TOWERS, BEGUMPET, HYDERABAD, TELANGANA, 500016	51,28,328
131	GLOBE CAPITAL MARKET LTD (NCL) - SELF	FLAT 402-404, 4 TH FLOOR, SAPTAGIRI TOWERS, BEGUMPET, HYDERABAD, TELANGANA, 500016	2,47,65,991
132	GLOBE CAPITAL MARKET LTD (BSE CUR - SELF	FLAT 402-404, 4 TH FLOOR, SAPTAGIRI TOWERS, BEGUMPET, HYDERABAD, TELANGANA, 500016	33,542
133	GLOBE COMMODITIES LTD (BSE COM) - SELF	FLAT 402-404, 4 TH FLOOR, SAPTAGIRI TOWERS, BEGUMPET, HYDERABAD, TELANGANA, 500016	47,58,874
134	GLOBE NCL CLEARING - SELF	FLAT 402-404, 4 TH FLOOR, SAPTAGIRI TOWERS, BEGUMPET, HYDERABAD, TELANGANA, 500016	8,41,089

**Navitha and Associate
Chartered Accountants
ICAI Firm Reg No.: 012026S**

Navitha

**Navitha. K
Proprietor
Membership Number: 221085**



**Date: 02.02.2021
Place: Hyderabad**

Annexure - A9

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DECLARATION

Stampede Capital Limited (CIN: L67120TG1995PLC020170), (hereinafter referred to as "the Company"), a Company incorporated under the Companies Act, 1956 having its registered office at 402 to 404, 4th, Floor, Saptagiri Towers, Begumpet, above Pantaloons, Hyderabad-500016, Telangana, India represented by its Directors Mr. Jonna Venkata Tirupati Rao (DIN: 07125471), Managing Director of the Company and Mr. Srinivas Maya (DIN: 08679514), Whole Time Director of the Company do hereby confirm and declare that the Company has not accepted any deposits as such the company is not, as on the date of filing of the application, in arrears in the repayment of the deposits or the interest thereon.

For and on behalf of Stampede Capital Limited



Jonna Venkata Tirupati Rao
Managing Director
DIN: 07125471

Add: Villa No. 39,
Manjeera Smart Homes,
Quthubullapur Village Municipal Office
Road, Quthubullapu Mandal, Hyderabad
Rangareddi-500055, India.



Srinivas Maya
Whole Time Director
DIN: 08679514

Add: Sai Nagar Colony Road No. 2/A,
Nagole-500068, Hyderabad, India.

Date: 02.02.2021

Place: Hyderabad

Date: 02.02.2021

Place: Hyderabad

Stampede Capital Ltd

402 to 404, 4 Floor, Saptagiri Towers, Begumpet, above Pantaloons, Hyderabad-500016,
Telangana, India. Tel: +91 40 48578444/26, Email: cs@stampedecap.com, www.stampedecap.com
CIN: L67120TG1995PLC020170



Annexure - A10

CA 376

NAVITHA AND ASSOCIATES

CHARTERED ACCOUNTANTS

16-11-740/75, Plot No. 84,

V.K. Dhage Nagar, Dilsukhnagar,

Hyderabad - 500 060. T.S.

Cell : 09848338091, E-mail : navitha.k@gmail.com

CERTIFICATE

In compliance with Section 66 of the Companies Act, 2013 read with the National Company Law Tribunal (Procedure for reduction of share capital of Company) Rules, 2016

To,

The Board of Directors,

Stampede Capital Limited

Add:402 to 404, 4th, Floor, Saptagiri Towers,

Begumpet, above Pantaloons, Hyderabad-500016,

Telangana, India.

I, Navitha. K, proprietor of Navitha and Associate Chartered Accountants, Firm (Registration No. 12026S) the statutory auditors of Stampede Capital Limited (CIN:L67120TG1995PLC020170), (hereinafter referred to as "the Company"), a Company incorporated under the Companies Act, 1956 having its registered office at 402 to 404, 4th, Floor, Saptagiri Towers, Begumpet, above Pantaloons, Hyderabad-500016, Telangana, India based on the information and the documents produced before us and explanation furnished by the Company, certify that the Company has not accepted any deposits as such the company is not, as on the date of filing of the application, in arrears in the repayment of the deposits or the interest thereon.

This Certificate is issued at the request of Stampede Capital Limited pursuant to the requirements of Section 66 of the Companies Act, 2013 read with the National Company Law Tribunal (Procedure for reduction of share capital of Company) Rules, 2016 for onward submission to National Company Law Tribunal (NCLT)/Tribunal. This Certificate should not be used for any other purpose without prior written consent.

Navitha and Associate

Chartered Accountants

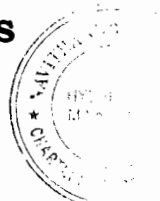
ICAI Firm Reg No.: 012026S

Navitha

Navitha. K

Proprietor

Membership Number: 221085



Date: 02.02.2021

Place: Hyderabad

Anexa - A II

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NAVITHA AND ASSOCIATES

CHARTERED ACCOUNTANTS

16-11-740/75, Plot No. 84,

V.K. Dhage Nagar, Dilsukhnagar,

Hyderabad - 500 060. T.S.

Cell : 09848338091, E-mail : navitha.k@gmail.com

CERTIFICATE

In compliance with Section 66 of the Companies Act, 2013 read with the National Company Law Tribunal (Procedure for reduction of share capital of Company) Rules, 2016

**To,
The Board of Directors,
Stampede Capital Limited**

Add: 402 to 404, 4th, Floor, Saptagiri Towers,
Begumpet, above Pantaloons, Hyderabad-500016,
Telangana, India.

I, Navitha. K, proprietor of Navitha and Associate Chartered Accountants, Firm (Registration No. 12026S) the statutory auditors of Stampede Capital Limited (CIN: L67120TG1995PLC020170), (hereinafter referred to as "the Company"), a Company incorporated under the Companies Act, 1956 having its registered office at 402 to 404, 4th, Floor, Saptagiri Towers, Begumpet, above Pantaloons, Hyderabad-500016, Telangana, India do hereby confirm and stated that we have examined the proposed accounting treatment specified in Clause 15 of the Scheme of Reduction of Capital under Section 100 to 104 of the Companies Act, 1956/Section 66 of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013 and rules made thereunder, if any) of the Company with reference to its compliance with the applicable Accounting Standards notified by the Central Government in section 133 of the Companies Act, 2013 as amended from time to time along with the rules thereof, and Other Generally Accepted Accounting Principles.

The responsibility for the preparation of the Scheme and its compliance with the relevant laws and regulations, including the applicable Accounting Standards as aforesaid, is that of the Board of Directors of the Companies involved.

Our responsibility is only to examine and report whether the Draft Scheme complies with the applicable Accounting Standards and Other Generally Accepted Accounting Principles. Nothing contained in this Certificate, nor anything said or done in the course of, or in connection with the services that are subject to this Certificate, will extend any duty of care that we may have in our capacity of the statutory auditors of any financial statements of the Company.



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Based on our examination and according to the information and explanations given to us, we confirm that the accounting treatment contained in the aforesaid Scheme is in compliance with all the applicable Accounting Standards notified by the Central Government under the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014 and is in accordance with generally accepted accounting principles and practices, regarding accounting of such a demerger.

This Certificate is issued at the request of Stampede Capital Limited pursuant to the requirements of Section 66 of the Companies Act, 2013 read with the National Company Law Tribunal (Procedure for reduction of share capital of Company) Rules, 2016 for onward submission to National Company Law Tribunal (NCLT)/Tribunal. This Certificate should not be used for any other purpose without prior written consent.

Navitha and Associate
Chartered Accountants
ICAI Firm Reg No.: 012026S

Navitha



Navitha. K
Proprietor
Membership Number: 221085

Date: 02.02.2021
Place: Hyderabad

A12
Annexure - A12

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Annexure - 1

Stampede
Mechanism of Structured Finance

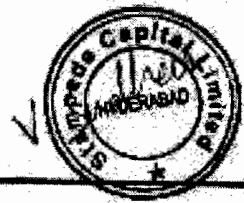
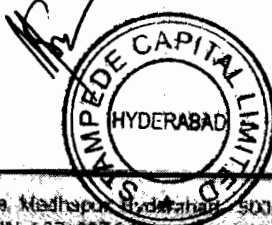
CERTIFIED TRUE COPY OF THE BOARD RESOLUTION PASSED IN THE MEETING OF THE DIRECTORS OF M/s. STAMPEDE CAPITAL LIMITED HELD AT THE REGISTERED OFFICE OF THE COMPANY AT H NO. A to Z ELITE, 1ST FLOOR, PLOT NO 197, GUTTALA BEGUMPET VILLAGE, MADHAPUR, HYDERABAD - 500081 TELANGANA, INDIA, ON 30th APRIL, 2019 AT 03.30 P.M.

To consider and approve the proposal of Reduction of Capital

"RESOLVED THAT pursuant to the provisions of Section 66 read with Section 52 and other applicable provisions, if any, of the Companies Act, 2013 read with rules made thereunder, in terms of Article 47 of the Articles of Association of Stampede Capital Limited ("the Company") and pursuant to relevant provisions of the NCLT(Procedure for reduction of share capital of Company) Rules, 2016 and subject to the approval of the shareholders by a special resolution and confirmation of the Hon'ble National Company Law Tribunal, Hyderabad Bench as the case may be and any other appropriate authorities, if any, in this regard, the approval of the Board of Directors of the Company be and is hereby accorded that the Paid up Capital of the Company be and is hereby reduced from Rs. 28,62,64,000/- (Rupees Twenty Eight Crores Sixty Lakhs Sixty Four Thousand only) divided into 22,90,11,200 Equity Shares with ordinary voting rights of Re. 1/- each fully paid up and 5,72,52,800 Equity Shares with Differential Voting rights of Re. 1/- each fully paid up to Rs. 11,45,05,600/- (Rupees Eleven Crores Forty Five Lakhs Five Thousand Six Hundred only) divided into 9,16,04,480 Equity Shares with ordinary voting rights of Re. 1/- each fully paid up and 2,29,01,120 Equity Shares with Differential Voting rights of Re. 1/- each fully paid up each, The aforesaid reduction of paid-up share capital shall be effected by writing off Rs.17,17,58,400/- (Rupees Seventeen Crores Seventeen Lakhs Fifty Eight Thousand Four Hundred only) of the total accumulated losses of Rs.17,29,22,658/- (Rupees Seventeen Crores Twenty Nine Lakhs Twenty Two Thousand Six Hundred and Fifty Eight only).

RESOLVED FURTHER THAT no shareholder shall be entitled to a fraction of a share and all fractional entitlements resulting from the consolidation shall be aggregated into whole shares and the number of shares so arising shall be held by the nominee to be appointed by the Board who shall dispose off the said shares in the market at the best available price in one or more lots and the decision of the nominee in this regard shall be final and binding to all concerned. The nominee shall hold the net sale proceeds of all such shares after deducting therefrom all costs, charges and expenses of such sale and shall thereafter distribute such sale proceeds to the members of the Company in proportion to their fractional entitlements.

Resolved FURTHER THAT upon reduction of the Equity shares of the Company as aforesaid, the existing share certificates, in relation to the existing Equity Shares of the face value of Rs. 1/- (Rupees One Only) each fully paid-up held in physical form shall be deemed to have been automatically cancelled and be of no effect on and from the Record Date and that no letter of allotment shall be issued to the allottees of the new Equity Shares of Rs. 1/- (Rupees One only) each fully paid-up on reduction and the Company may without requiring the surrender of the existing equity share certificates directly issue and dispatch



Stampede Capital Ltd.

A-Z Elite, 1st Floor, Plot No. 197, Guttala Begumpet Village, Madhapur, Hyderabad - 500081, Telangana, India
Ph: +91 40 2364 0764, Tele Fax: +91 40 2364 0763. CIN: L6720TC1889PL0020170
www.stampedecap.com | info@stampedecap.com

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the new share certificate of the company, in lieu of such existing share certificates and in the case of the Equity shares held in the dematerialized form, the number of reduced Equity shares be credited to the respective beneficiary accounts of the shareholders with the Depository Participants, in lieu of the existing credits representing the Equity shares of the Company before reduction.

RESOLVED FURTHER THAT subject to necessary approval to be obtained from the Hon'ble National Company Law Tribunal, Hyderabad Bench, and any other appropriate authorities, the company be and is hereby not required to add word "And Reduced" to its name as the last words thereof.

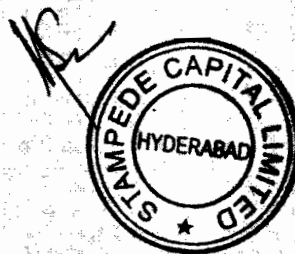
RESOLVED FURTHER THAT the Report of Audit Committee recommending the proposed reduction of capital, as placed before the Board be and is hereby accepted and approved:

RESOLVED FURTHER THAT NSE Limited be and is hereby appointed as the Designated Stock Exchange for the purpose of coordinating with Securities and Exchange Board of India (SEBI), if and whenever required:

RESOLVED FURTHER THAT for the purpose of giving effect to the above Mr. Emmanuel Dasi, Executive Director, be and is hereby authorized to give such directions as they may think fit and proper, including directions for setting any questions or difficulties that may arise and to do all such acts, deeds, matters and things of whatsoever nature as may be deemed expedient for giving effect to the above resolution:

RESOLVED FURTHER THAT Mr. Emmanuel Dasi, Executive Director or any other person of the company be and is hereby authorized to take all necessary steps for effecting the said reduction of capital of the company, including but not limited to:

- (a) File the application/petition and / or any other document / information/ details with the Hon'ble National Company Law Tribunal, Hyderabad or concerned Stock Exchange(s) / SEBI or any other body or regulatory authority or agency to obtain approval or sanction to the proposed reduction of capital for giving effect thereof;
- (b) Filing of documents before the Hon'ble National Company Law Tribunal, Hyderabad and/or any other information/ details with any regulatory authority or agency to obtain approval or sanction to the proposed reduction of capital or giving effect to any of the provisions thereto;
- (c) Filing of application/petition and/or any other information/ details with Hon'ble National Company Law Tribunal Hyderabad Bench and/or any other regulatory authorities for their approval to the proposed reduction of capital or giving effect to any of the provisions thereto;
- (d) Filing of any affidavit, petitions, pleadings, applications, forms or reports before the Hon'ble National Company Law Tribunal, Hyderabad or any other statutory or regulatory authority, including stock exchanges, the Securities and Exchange Board of India, the Registrar of Companies, Regional Director, or such other authority as may be required in connection with the proposed reduction of capital and or in connection with its sanction thereof and to do all such acts deeds or things as they may deem necessary in connection therewith and incidental thereto;
- (e) Signing all applications, petitions, documents, undertakings affidavits, letters relating to the proposed reduction of capital, and represent the company before any regulatory authorities and



the Hon'ble National Company Law Tribunal, Hyderabad in relation to any matter pertaining to the proposed reduction of capital or delegate such authority to another person by a valid power of attorney;

- (f) To engage Counsels, Advocates, Solicitors, Chartered Accountants, Merchant Bankers, Company Secretaries and other professionals to sign and execute vakalat wherever necessary and sign and issue public advertisements and notices;
- (g) To do all such acts, deeds, matters and things as may be deemed necessary, expedient, usual or proper and to settle any question or difficulty that may arise including things as may be necessary or required to give effect to the proposed reduction of capital and for matter connected therewith or incidental thereto;

RESOLVED FURTHER THAT the fairness opinion dated 30th April, 2019 furnished by Ashika Capital Limited, Merchant Banker, tabled at the board meeting be and is hereby accepted and taken on record;

RESOLVED FURTHER THAT the Common Seal of the company, if required, be affixed to such documents as may be required in connection with implementation of the aforesaid proposed reduction of capital which shall be affixed in the presence of anyone director of the company who do sign the same in token thereof;

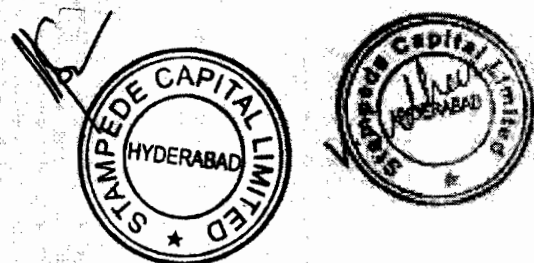
RESOLVED FURTHER THAT Mr. Emmanuel Dasi, Executive Director of the company be and is hereby authorized to delegate powers, issue power of attorneys and authorization letters to the executives consultants, professionals, as may be required in connection with the implementation of the proposed reduction of capital;

RESOLVED FURTHER THAT pursuant to the provisions of Section 66 read with Section 52 and all other applicable provisions of the Companies Act 2013 and pursuant to SEBI Circular No. CFD/DIL3/CIR/2017/21 dated March 10, 2017, Mr. Emmanuel Dasi, Executive Director of the company be and is hereby authorized to do all such acts or deeds or things as may be required for the entire AGM/EGM and e-voting process and to finalize the notices and the necessary explanatory statement to be annexed to the Notice to be mailed to the shareholders of the Company for seeking their approval for the aforesaid reduction of capital;

RESOLVED FURTHER THAT Mr. Emmanuel Dasi, Executive Director of the Company be and is hereby to sign any copy of this resolution as a certified true copy thereof and issue the same to whomsoever concerned wherever necessary;

Considering and approving the undertaking regarding non applicability of sub para 9(a) of para 1(A) of Annexure 1 ("said para 9(a)") of the SEBI Circular No. CFD/DIL3/CIR/2017/21 dated March 10, 2017, issued by the Securities and Exchange Board of India read with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Circular") has been considered and approved;

RESOLVED FURTHER THAT the Statutory auditor's certificate date 30th April, 2019 with regard to non-applicability of sub-para 9(a) of para 1 (A) of Annexure 1 ("said para 9(a)") of the SEBI Circular No. CFD/DIL3/CIR/2017/21 dated March 10, 2017 issued by the Securities and Exchange Board of India read



with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Circular") has been considered and approved;

RESOLVED FURTHER THAT the Board hereby notes that the conditions under sub-clauses (i) to (v) of said para 9(a) of the SEBI Circular No. CFD/DIL3/CIR/2017/21 dated March 10, 2017 issued by the Securities and Exchange Board of India read with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Circular") are not applicable to the proposed reduction of capital and that consequently, the requirements of the said para 9(a) requiring the proposed reduction of capital to be approved by requisite majority of public shareholders, shall not be applicable;

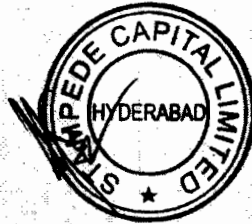
RESOLVED FURTHER THAT Mr. Emmanuel Dasi, Executive Director of the company be and is hereby authorized to sign the aforesaid undertaking on behalf of the Board;

RESOLVED FURTHER THAT the undertaking with regard to the non-applicability of requirement as prescribed in said para 9(a) of the SEBI Circular in respect of proposed reduction of capital certified by the Auditors of the Company as placed before the Board be accepted and approved;

RESOLVED FURTHER THAT Mr. Emmanuel Dasi, Executive Director of the Company be and are hereby authorized to sign any copy of this resolution as a certified true copy thereof and furnish the same to whomsoever concerned."

For STAMPEDE CAPITAL LIMITED

SUDHEER VEGI
EXECUTIVE DIRECTOR
(Din: 08070785)



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CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF THE COMPANY, AT ITS MEETING HELD ON TUESDAY, 30TH APRIL, 2019 AT THE REGISTERED OFFICE OF THE COMPANY.

"RESOLVED THAT the draft of the Undertaking as placed before the Board initiated by the Chairman for the purpose of identification, relating to non-applicability of para (i)(A)(9)(a) of Annexure 1 of the SEBI Circular CFD/DIL3/CIR/2017/21 dated March 10, 2017 in connection with reduction of capital of the Company be and is hereby approved which undertake that:

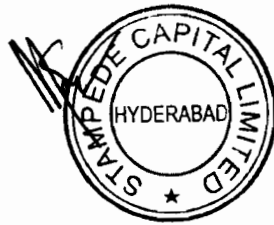
- a) The reduction of capital of the Company does not provide for allotment of additional shares to Promoter/ Promoter Group, Related Parties of Promoter/Promoter Group, Associates of Promoter/ Promoter Group, Subsidiary of Promoter/ Promoter Group of the Company, or
- b) The reduction of capital of the Company does not involve the Company and any other entity involving Promoter/ Promoter Group, Related Parties of Promoter/Promoter Group, Associates of Promoter/ Promoter Group, Subsidiary(s) of Promoter/ Promoter Group of the Company,
- c) The Company has not acquired, either directly or indirectly, the equity shares of the subsidiary from any of the shareholders of the subsidiary who may be Promoter/ Promoter Group, Related Parties of Promoter/Promoter Group, Associates of Promoter / Promoter Group, Subsidiary/(s) of Promoter / Promoter Group of the Company, and if that subsidiary is being merged with the Company under the proposed reduction of capital.
- d) The reduction of capital of the Company does not involve merger of an unlisted entity which results in reduction in the voting share of pre-reduction of share capital, public shareholders of the Company in the transferee/resulting company by more than 5% of the total capital of the merged entity.
- e) The reduction of capital of the Company does not involve transfer of whole or substantially the whole of the undertaking of the Company and where the consideration for such transfer is not in the form of listed equity shares.

RESOLVED FURTHER THAT Mr. Emmanuel Dasl, Executive Director any of the Directors of the Company, be and is hereby authorized to sign the aforesaid undertaking."

RESOLVED FURTHER THAT the Board be and hereby take on record the certificate issued by the Statutory Auditor dated 29th April, 2019 in connection with non-applicability of Para (i)(A)(9)(a) of Annexure 1 of SEBI circular CFD/DIL3/CIR/2017/21 dated March 10, 2017 as above in connection with the reduction of capital of the Company."

FOR STAMPEDE CAPITAL LIMITED


Dasl Emmanuel
Executive Director
(Din: 02598270)



Stampede Capital Ltd.


UNDERTAKING IN RELATION TO NON-APPLICABILITY OF PARA (1)(A)(9)9A) OF ANNEXURE 1 OF SEBI CIRCULAR CFD/DIL3/CIR/2017/21 DATED MARCH 10, 2017 TO THE REDUCTION OF CAPITAL OF THE COMPANY

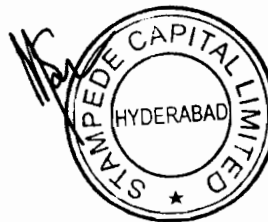
We Stampede Capital Limited ("the Company") hereby undertake that the conditions as prescribed in para (1)(A)(9)9A) OF ANNEXURE 1 OF SEBI CIRCULAR CFD/DIL3/CIR/2017/21 DATED MARCH 10, 2017 in connection with the proposed reduction of Capital of the Company are not applicable for the reasons stated below:

- a) The reduction of capital of the Company does not provide for allotment of additional shares to Promoter/Promoter Group, Related Parties of Promoter/Promoter Group, Associates of Promoter/Promoter Group, Subsidiary of Promoter/ Promoter Group of the Company, or
- b) The reduction of capital of the Company does not involve the Company and any other entity involving Promoter/Promoter Group, Related Parties of Promoter/ Promoter Group, Associates of Promoter/ Promoter Group, Subsidiary(s) of Promoter/ Promoter Group of the Company, or
- c) The Company has not acquired, either directly or indirectly, the equity shares of the subsidiary from any of the shareholders of the subsidiary who may be Promoter/Promoter Group, Related Parties of Promoter/ Promoter Group, Associates of Promoter/ Promoter Group, Subsidiary(s) of Promoter/ Promoter Group of the Company, and if that subsidiary is being merged with the Company under the proposed reduction of capital.
- d) The reduction of capital of the company does not involve merger of an unlisted entity which results in reduction in the voting share of pre-reduction of share capital public shareholders of the Company in the transferee/resulting company by more than 5% of the total capital of the merged entity.
- e) The reduction of capital of the Company does not involve transfer of whole or substantially the whole of the undertaking of the Company and where the consideration for such transfer is not in the form of listed equity shares.

We thereby undertake that Para (1)(A)(9)9A) OF ANNEXURE 1 OF SEBI CIRCULAR CFD/DIL3/CIR/2017/21 DATED MARCH 10, 2017 for e-voting of Public Shareholders is not applicable to Company in connection with the reduction of capital of the Company.

For STAMPEDE CAPITAL LIMITED


Kiran Konduri
Company Secretary



Place: Hyderabad
Date: 25-04-2019

Stampede Capital Ltd.

Annexure A13

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National Stock Exchange Of India Limited

Ref: NSE/LIST/20893_III

October 26, 2020

The Company Secretary
Stampede Capital Limited
A to Z Elite, 1st Floor, Plot No. 197,
Guttalabegumpet Village, Madhapur,
Hyderabad-500034

Kind Attn.: Mr. Abhishek Jain

Dear Sir,

Sub: Observation Letter for Draft Scheme of Reduction of Capital of Stampede Capital Limited and their respective shareholders

We are in receipt of the Draft Scheme of Reduction of Capital of Stampede Capital Limited and their respective shareholders vide application dated May 17, 2019.

Based on our letter reference no Ref: NSE/LIST/20893 submitted to SEBI and pursuant to SEBI Circular No. CFD/DIL3/CIR/2017/21 dated March 10, 2017 ('Circular'), kindly find following comments on the draft scheme:

- 1. The Company shall comply with Section 66 and other applicable provisions of the Companies Act, 2013.*
- 2. The Company shall ensure that additional information, if any, submitted by the Company, after filing the Scheme with the stock exchange, and from the date of the receipt of this letter is displayed on the website of the listed company.*
- 3. The Company shall duly comply with various provisions of the Circular.*
- 4. The Company is advised that the observations of SEBI/Stock Exchanges shall be incorporated in the petition to be filed before National Company Law Tribunal (NCLT) and the company is obliged to bring the observations to the notice of NCLT.*
- 5. It is to be noted that the petitions are filed by the company before NCLT after processing and communication of comments/observations on draft scheme by SEBI/ stock exchange. Hence, the company is not required to send notice for representation as mandated under section 230(5) of Companies Act, 2013 to SEBI again for its comments/ observation/ representations.*

It is to be noted that the petitions are filed by the company before NCLT after processing and communication of comments/observations on draft scheme by SEBI/ stock exchange. Hence, the company is not required to send notice for representation as mandated under section 230(5) of Companies Act, 2013 to National Stock Exchange of India Limited again for its comments/observations/ representations.

This Document is Digitally Signed

Signer: Jiten Bharat Patel
Date: Mon, Oct 26, 2020 20:10:33 IST
Location: NSE



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Continuation Sheet

Based on the draft scheme and other documents submitted by the Company, including undertaking given in terms of Regulation 11 of SEBI (LODR) Regulations, 2015, we hereby convey our “No-objection” in terms of Regulation 94 of SEBI (LODR) Regulations, 2015, so as to enable the Company to file the draft scheme with NCLT.

However, the Exchange reserves its rights to raise objections at any stage if the information submitted to the Exchange is found to be incomplete/ incorrect/ misleading/ false or for any contravention of Rules, Bye-laws and Regulations of the Exchange, Listing Regulations, Guidelines / Regulations issued by statutory authorities.

The validity of this “Observation Letter” shall be six months from October 26, 2020 within which the scheme shall be submitted to NCLT.

Yours faithfully,
For National Stock Exchange of India Limited

Jiten Patel
Manager

P.S. Checklist for all the Further Issues is available on website of the exchange at the following URL http://www.nseindia.com/corporates/content/further_issues.htm

This Document is Digitally Signed

Signer: Jiten Bharat Patel
Date: Mon, Oct 26, 2020 20:10:39 (IST)
Location: NSE



DCS/AMAL/SD/R37/1821/2020-21

“E-Letter”

October 22, 2020

The Company Secretary,
Stampede Capital Limited.

Royal Pavilian Apartment, H. No. 6-3-787,
Block - A, Flat No. 1003, Ameerpet,
Hyderabad, Telangana, 500016.

Sir,

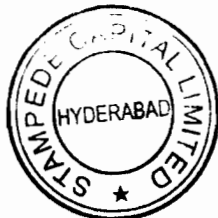
Sub: Observation letter regarding the Draft Scheme of Reduction of Share Capital by Stampede Capital Limited.

We are in receipt of the Draft Scheme of Reduction of Share Capital by Stampede Capital Limited filed as required under SEBI Circular No. CFD/DIL3/CIR/2017/21 dated March 10, 2017; SEBI vide its letter dated October 22, 2020 has inter alia given the following comment(s) on the draft scheme of Reduction:

- “The company shall comply with the Section 66 and other applicable provisions of the Companies Act 2013.”
- “Company shall ensure that additional information, if any, submitted by the Company, after filing the Scheme with the Stock Exchange, and from the date of receipt of this letter is displayed on the websites of the listed company and the stock exchanges.”
- “Company shall duly comply with various provisions of the Circular/ provisions of SEBI rules and regulations.”
- “Company is advised that the observations of SEBI/Stock Exchanges shall be incorporated in the petition to be filed before National Company Law Tribunal (NCLT) and the company is obliged to bring the observations to the notice of NCLT.”
- “It is to be noted that the petitions are filed by the company before NCLT after processing and communication of comments/observations on draft scheme by SEBI/stock exchange. Hence, the company is not required to send notice for representation as mandated under section 230(5) of Companies Act, 2013 to SEBI again for its comments / observations / representations.”

Accordingly, based on aforesaid comment offered by SEBI, the company is hereby advised:

- To provide additional information, if any, (as stated above) along with various documents to the Exchange for further dissemination on Exchange website.
- To ensure that additional information, if any, (as stated aforesaid) along with various documents are disseminated on their (company) website.
- To duly comply with various provisions of the circulars.



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BSE Limited Registered Office: Floor 25, P J Towers, Dalal Street, Mumbai – 400 001, India
T : +91 22 2272 8045 / 8055 F : +91 22 2272 3457 www.bseindia.com
Corporate Identity Number: L67120MH2005PLC155188

In light of the above, we hereby advise that we have no adverse observations with limited reference to those matters having a bearing on listing/de-listing/continuous listing requirements within the provisions of Listing Agreement, so as to enable the company to file the scheme with Hon'ble NCLT.

Further, where applicable in the explanatory statement of the notice to be sent by the company to the shareholders, while seeking approval of the scheme, it shall disclose information about unlisted company involved in the format prescribed for abridged prospectus as specified in the circular dated March 10, 2017.

Kindly note that as required under Regulation 37(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the validity of this Observation Letter shall be six months from the date of this Letter, within which the scheme shall be submitted to the NCLT.

The Exchange reserves its right to withdraw its 'No adverse observation' at any stage if the information submitted to the Exchange is found to be incomplete / incorrect / misleading / false or for any contravention of Rules, Bye-laws and Regulations of the Exchange, Listing Agreement, Guidelines/Regulations issued by statutory authorities.

Please note that the aforesaid observations does not preclude the Company from complying with any other requirements.

Further, it may be noted that with reference to Section 230 (5) of the Companies Act, 2013 (Act), read with Rule 8 of Companies (Compromises, Arrangements and Amalgamations) Rules 2016 (Company Rules) and Section 66 of the Act read with Rule 3 of the Company Rules wherein pursuant to an Order passed by the Hon'ble National Company Law Tribunal, a Notice of the proposed scheme of compromise or arrangement filed under sections 230-232 or Section 66 of the Companies Act 2013 as the case may be **is required to be served upon the Exchange seeking representations or objections if any.**

In this regard, with a view to have a better transparency in processing the aforesaid notices served upon the Exchange, the Exchange has **already introduced an online system of serving such Notice along with the relevant documents of the proposed schemes through the BSE Listing Centre.**

Any service of notice under Section 230 (5) or Section 66 of the Companies Act 2013 seeking Exchange's representations or objections if any, **would be accepted and processed through the Listing Centre only and no physical filings would be accepted.** You may please refer to circular dated February 26, 2019 issued to the company.

Yours faithfully,

sd/-

Nitinkumar Pujari
Senior Manager



**BEFORE THE HON'BLE
NATIONAL COMPANY LAW
TRIBUNAL
HYDERABAD BENCH,
HYDERABAD
(Original Jurisdiction)**

In the Matter of the Companies Act,
2013, Section 66 of the Companies Act,
2013, read with 2 Of NCLT (Procedure
For Reduction Of Share Capital Of
Company) Rules, 2016

AND

IN
COMPANY PETITION NO. /66/HBD/2021

In the matter of Stampeded Capital Limited

... **Petitioner**

and

Registrar of Companies, Telangana

.... Respondent

Filed on: 08-02-2021

Filed by
Naresh Kumar Sangam
Advocate
12-10-586/3/A, Medibhavi,
Seethaphalmandi, Secunderabad – 500 061
E-mail: sangamnaresh@gmail.com
Mobile: 9000666072

COUNSEL FOR PETITIONER