

**CAPFIN INDIA LIMITED**

**29<sup>th</sup>**

**Annual Report**

**2020-21**

## COMPANY INFORMATION

### BOARD OF DIRECTORS

1.Rachita Mantry	DIN: 03414391
2.Sarita Mantry	DIN: 01111382
3.Ashok Mohta	DIN: 08485341
4.Sanjay Kukreja	DIN: 08506956

### STAKEHOLDERS RELATIONSHIP COMMITTEE

Mr. Sanjay Kukreja (Chairman)  
Mrs. Sarita Mantry  
Mr. Ashok Mohta

### AUDITORS

#### Statutory Auditors

Adarsh Kumar & Co  
6A/1, Basement Ganga Chambers,  
W.E.A., Karol Bagh,  
New Delhi-110005

### NOMINATION AND REMUNERATION COMMITTEE

Mr. Sanjay Kukreja (Chairman)  
Mrs. Sarita Mantry  
Mr. Ashok Mohta

### REGISTERED OFFICE

1C/13, Basement Rajnigandha Building,  
New Rohtak Road, New Delhi - 110005

Phone No: 011-28762142

CIN: L74999DL1992PLC048032

E-mail id: [capfinindia ltd@yahoo.co.in](mailto:capfinindia ltd@yahoo.co.in)

Website: [www.capfinindia.com](http://www.capfinindia.com)

### SECRETARIAL AUDITOR

Deepanshi Jain & Associates  
205, Jagdamba Towers,  
13, Preet Vihar Commercial Complex  
Delhi – 110092

Mob : 91-8800984002

Email : [csdeepanshijain@gmail.com](mailto:csdeepanshijain@gmail.com)

### REGISTRAR AND SHARE TRANSFER AGENT

M/s. INDUS PORTFOLIO PRIVATE LTD

**REGD OFFICE:** HARI BHOOMI COMPLEX  
VINAY NAGAR, ROHTAK (HARYANA)

**CORP OFFICE:** G-65 BALI NAGAR  
NEW DELHI - 110015

Tel No : 47671214

Email : [ippl@indusinvest.com](mailto:ippl@indusinvest.com)

Website : [www.indusinvest.com](http://www.indusinvest.com)

### AUDIT COMMITTEE

Mr. Sanjay Kukreja (Chairman)  
Mrs. Sarita Mantry  
Mr. Ashok Mohta

## **CONTENTS**

Notice	<b>4</b>
Request to Shareholders to Register their e-mail IDs	<b>5</b>
Director's Report	<b>16</b>
Corporate Governance Report	<b>37</b>
Management Discussion and Analysis Report	<b>44</b>
Auditor's Report	<b>54</b>
Audited Balance Sheet	<b>67</b>
Statement of Profit & Loss	<b>68</b>
Cash Flow Statement	<b>69</b>
Notes on Financial Statements	<b>70</b>
Significant Accounting Policies	<b>79</b>

**NOTICE**

NOTICE is hereby given that the 29th Annual General Meeting of the members of Capfin India Limited will be held on Thursday, 30<sup>th</sup> September 2021 at 5.00PM to transact through Video Conferencing (“VC”) / Other AudioVisual Means (“OAVM”) to transact the following business:

**ORDINARY BUSINESS**

1. To receive, consider and adopt the audited financial statements of the Company for the financial year ended 31st March, 2021 together with the Reports of the Board of Directors and Auditors thereon.
2. To appoint a director in place of Mrs. Sarita Mantry (01111382), who retires by rotation and being eligible, offers herself for re-appointment.
3. To retire auditor Adarsh Kumar & Co, Chartered Accountants, Delhi at the conclusion of the ensuing Annual General Meeting and appoint Rag and Associates, Chartered Accountants, Delhi as Auditors and to fix their remuneration and in this regard to consider if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**

**“RESOLVED THAT** Rag & Associates, Chartered Accountants be and is hereby appointed as Auditors of the Company, to hold office from the conclusion of this Annual General Meeting for 5 consecutive years, subject to ratification of the appointment by the Members of the Company at every Annual General Meeting as per the provisions of the Companies Act, 2013 at such remuneration plus GST, out-of-pocket, travelling and living expenses, etc., as may be mutually agreed between the Board of Directors of the Company and the Auditors.”

**Place:** New Delhi  
**Date:** August 26, 2021

**By Order of the Board**  
**For Capfin India Limited**

**Rachita Mantry Kabra**  
Whole Time Director  
DIN: 03414391

**NOTES:**

1. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the Ministry of Corporate Affairs (“MCA”) vide its Circular No. 20/2020 dated May 5,2020 read with Circular No. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020 and Circular No. 02/2021 dated January 13,2021 (collectively referred to as “MCA Circulars”) & SEBI circular dated 12/05/2020 has permitted the holding of the Annual General Meeting (“AGM”) through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 (“Act”), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and MCA Circulars, the AGM of the Company is being held through VC / OAVM.
2. Since, the AGM is being conducted through VC/OAVM, there is no provision for appointment of proxies. Accordingly, appointment of proxies by the members will not be available. Hence, the proxy form and attendance slip including route map are not annexed to this notice.
3. The Members can join the EGM/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 EGM/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. who are allowed to attend the EGM/AGM without restriction on account of first come first served basis.
4. Corporate members intending to attend the AGM through authorized representatives are requested to send a scanned copy of duly certified copy of the board or governing body resolution authorizing the representatives to attend and vote at the Annual General Meeting. The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered email address to [bansal.deepanshu@gmail.com](mailto:bansal.deepanshu@gmail.com) with a copy marked to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com)
5. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
6. Additional information, pursuant to Regulation 36 (3), of the Listing Regulations, in respect of directors reappointing at the Annual General Meeting is appended hereto and forms part of this Notice.

7. a) The Register of Members and Share Transfer Books of the Company will remain closed from 24th September, 2021 to 30th September, 2021 (both days inclusive). b) The remote e-voting period commences on Monday, September 27, 2021 (09:00 am) and ends on Wednesday, September 29, 2021 (05:00 pm). No e-voting shall be allowed beyond the said date and time. During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of September 23, 2021, may cast their vote by remote e-voting.
8. Members holding shares in physical form are requested to intimate immediately to the Registrar & Share Transfer Agent of the Company, **Indus Portfolio Private Limited, G-65, Bali Nagar, and New Delhi 110015** Ph:011-47671214 quoting registered Folio No. (a) Details of their bank account/change in bank account, if any, and (b) change in their address, if any, with pin code number.

In case shares are in demat form members are requested to update their bank detail with their depository participant.

The equity share capital of the company is held by 327 shareholders, out of which 181 shareholders holding 95.59 % of the capital are in dematerialized form and the balance **146** shareholders holding 4.41% of the capital are in physical form. **The shareholders having shares in physical form are requested to dematerialize the shares at the earliest.**

9. In terms of Section 72 of the Companies Act, 2013 and the applicable provisions, the shareholders of the Company may nominate a person in whose name the shares held by him/them shall vest in the event of his/their death. Shareholders desirous of availing this facility may submit the requisite nomination form.
10. Any member requiring further information on the Accounts at the meeting is requested to send the queries in writing to President (Finance) & CFO, at least five days before the meeting.
11. In respect of the matters pertaining to Bank details, ECS mandates, nomination, power of attorney, change in name/address etc., the members are requested to approach the Company's Registrars and Share Transfer Agent, in respect of shares held in physical form and the respective Depository Participants, in case of shares held in electronic form. In all correspondence with the Company/Registrar and Share Transfer Agent, members are requested to quote their folio numbers or DP ID and Client ID for physical or electronic holdings respectively.
12. The documents referred to in the proposed resolutions are available for inspection at its Registered Office of the Company during normal business hours on any working day except Saturdays, up to the date of meeting.

13. SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat account. Members holding shares in physical form can submit their PAN to the Company/Registrar.
14. Members who hold shares in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates to the Registrar, for consolidation into a single folio.
15. In compliance with the aforesaid MCA Circulars and SEBI Circular dated May 12, 2020, the Annual Report including audited financial statements for the financial year 2020 including notice of 29<sup>th</sup> AGM is being sent only through electronic mode to those Members who have not registered their e-mail address so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.

In case you have not registered your email id with depository or RTA you may registered your emailid in following manner:

<b>Physical Holding</b>	Send a signed request to company at <a href="mailto:capfinindialtd@yahoo.co.in">capfinindialtd@yahoo.co.in</a> providing Folio number, Name of the shareholder, scanned copy of the share certificate (Front and Back), PAN( Self attested scanned copy of PAN Card), AADHAR ( Self attested scanned copy of Aadhar Card) for registering email address.
<b>Demat Holding</b>	Please contact yo ur Depository Participant (DP) and register your email address as per the process advised by DP and send scan copy of client master to the company at <a href="mailto:capfinindialtd@yahoo.co.in">capfinindialtd@yahoo.co.in</a>

16. Additional information, pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the Director's seeking appointment/re-appointment is annexed to the notice.
17. **Voting through electronic means:** In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended up to date and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020, May 05, 2020 and January 13, 2021 and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, the Company is pleased to provide facility of voting through electronic means i.e. remote e-voting in respect of the business(es) to be transacted at the 29th Annual General Meeting (AGM) as well as e-voting system on the date of the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) 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 NSDL.

18. The voting rights of members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date/record date i.e., Saturday, the 23<sup>rd</sup> September, 2021. Members whose names are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date shall be entitled to avail the facility of remote e-voting as well as e-voting system on the date of the AGM. Any recipient of the Notice, who has no voting rights as on the Cut-off date, shall treat this Notice as intimation only.
19. Further, the company has engaged NIVIS CORP SERVE LLP for providing video conferencing system through cisco webex and e-voting services through NSDL. In case any member required any assistance in respect of e-voting or joining of Meeting through VC/OAVM can contact at following: -
- Ms. Swapnil at [info@nivis.co.in](mailto:info@nivis.co.in),
  - Nivis Corpserve LLP,
  - Contact No. 011-45201005.

**THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE ASUNDER: -**

**The remote e-voting period begins on 27<sup>th</sup> September 2021 at 9:00 A.M. and ends on 29<sup>th</sup> September 2021 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e., 23<sup>rd</sup> September 2021, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 23<sup>rd</sup> September 2021.**

**How do I vote electronically using NSDL e-Voting system?**

*The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:*

**Step 1: Access to NSDL e-Voting system**

- A) Login method for e-Voting ajoining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020, on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts to access e-Voting facility.



Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
<p>Individual Shareholders holding securities in demat mode with NSDL.</p>	<ol style="list-style-type: none"> <li>1. If you are already registered for <b>NSDL IDEAS facility</b>, please visit the e -Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. Once the home page of e -Services is launched, click on the <b>“Beneficial Owner”</b> icon under “Login” which is available under <b>“IDEAS”</b> section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e -Voting services. Click on “Access to e -Voting” under e-Voting services and you will be able to see e -Voting page. Click on options available against company name or <b>e-Voting service provider – NSDL</b> and you will be re -directed to NSDL e -Voting website for casting your vote during the remote e -Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>2. If the user is not registered for IDEAS e -Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select <b>“Register Online for IDEAS”</b> Portal or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3. Visit the e -Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> either on a Personal Computer or on a mobile. Once the home page of e -Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e -Voting page. Click on options available against company name or <b>e-Voting service provider - NSDL</b> and you will be redirected to e -Voting website of NSDL for casting your vote during the remote e -Voting period or joining virtual meeting &amp; voting during the meeting.</li> </ol>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> <li>1. Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e -Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on New System Myeasi.</li> <li>2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of <b>e-Voting service provider i.e. NSDL</b>. Click on <b>NSDL</b> to cast your vote.</li> </ol>

	<p>3. If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></p> <p>4. Alternatively, the user can directly access e -Voting page by providing demat Account Number and PAN No. from a link in <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate</p>
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Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

<b>Login type</b>	<b>Helpdesk details</b>
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022 - 23058738 or 022-23058542-43

**B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

**How to Log-in to NSDL e-Voting website?**

1. Visit the e -Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e -Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.  
*Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log -in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log -in to NSDL eservices after using your log-in credentials, click on e -Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*
4. Your User ID details are given below :

4. Your User ID details are given below :

<b>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</b>	<b>Your User ID is:</b>
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

- a) If you are already registered for e -Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e -Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
  - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e., a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
  - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**

6. If you are unable to retrieve or have not received the " initial password" or have forgotten your password:

- a) Click on "[Forgot User Details/Password ?](#)"(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- b) [Physical User Reset Password ?](#)" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
- d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

**Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.**

**How to cast your vote electronically and join General Meeting on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join General Meeting”.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

**General Guidelines for shareholders**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [bansal.deepanshu@gmail.com](mailto:bansal.deepanshu@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to NivisCorpserve LLP, Ms. Swapnil at [info@nsdl.co.in](mailto:info@nsdl.co.in) or may call at 011-45201005

**Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:**

1. In case shares are held in physical mode please send signed request with Folio No., Name of shareholder, scanned copy of any one share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to [iipl@indusinvest.com](mailto:iipl@indusinvest.com).
2. In case shares are held in demat mode, please update your email id with your depository. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e.Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
3. Alternatively,shareholder/members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

**THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THEEGM/AGM ARE AS UNDER: -**

1. The procedure for e-Voting on the day of the EGM/AGM is same as the instructions mentioned above forremote e-voting.
2. Only those Members/ shareholders, who will be present in the EGM/AGM throughVC/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 tovote through e-Voting system in the EGM/AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend theEGM/AGM. However, they will not be eligible to vote at the EGM/AGM.
4. The details of the person who may be contacted for any grievances connectedwith the facility for e-Voting on the day of the EGM/AGM shall be the same person mentionedfor Remote e-voting.

**INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM/AGM THROUGH VC/OAVM ARE AS UNDER:**

1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of “VC/OAVM link” placed under “**Join General meeting**” menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. 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.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at capfinindialtd@yahoo.co.in. The same will be replied by the company suitably

**Annexure to the Notice**

**Details of Directors seeking appointment/re-appointment at the Annual General Meeting as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Particulars	Sarita Mantry	Rachita Mantry Kabra	Ashok Mohta	Sanjay Kukreja
Date of Birth	13-01-1965	23-01-1991	18-10-1957	08-05-1969
Date of appointment/ re appointment	13-02-2017	29-09-2015/ 28 - 09-2020	18-06-2019	25-08-2020
Qualifications	Graduate	CA	Graduate	Graduate
Expertise in specific functional areas	Financial Matters	Wide experience in Banking and Financial Matters	Wide experience in Industry Matters	Wide experience in Financial Matters
Inter-se relationship between directors and key managerial personnel	-	CFO of the Company	-	-
Directorships held in other public companies (excluding foreign companies and Section 8 companies)	-	-	-	1
Memberships/Chairmanships of committees of other public companies	-	-	-	-
Number of shares held in the Company	155710	25990	-	-

**Place:** New Delhi  
**Date:** August 26,2021

**By Order of the Board**  
**For Capfin India Limited**  
**CIN: L74999DL1992PLC048032**

**Rachita Mantry Kabra**  
 Whole Time Director  
 DIN: 03414391

**DIRECTOR REPORT**

To,  
**Dear Shareholders**

Your directors have the pleasure in presenting their 29<sup>th</sup> Annual report of the company along with audited financial statements as required under the Ministry of Corporate Affairs' General Circular 08/2014 No. 1/19/2013-CL-V dated April 4, 2014, the Financial Statements and other reports required to be attached to the Annual Report for FY 2020-21 are governed by the relevant provisions, schedules, rules of the Companies Act, 2013.

**1. FINANCIAL RESULTS**

The results of your Company's financial prudence and business excellence for the year ended 31<sup>st</sup> March 2021 are as follows:

Particulars	(Rs. In Lacs)	
	Financial year ended 31.03.2021	Financial year ended 31.03.2020
Gross Income	15.00	16.79
Profit/(Loss) before Depreciation and Tax	4.81	3.79
Less: Depreciation	.45	.46
Profit/(Loss) before Tax	4.36	3.33
Add/Less: Provision for tax including deferred Tax	0.49	0.76
Profit/(Loss) after Tax	3.87	2.57

**2. BUSINESS PERFORMANCE**

During the year under review, your company has incurred a Profit before depreciation and Income Tax of Rs. 4.36lacs from its operation. After providing depreciation of Rs. 0.45lacs and provisions of Income Tax of Rs0.49Lacs the company's net profit amounts toRs. 3.87Lacs as compared to profit of Rs. 2.51earned previous year. Your Company continues to take effective steps in broad basing its range of activities. The performance of the Company during the period under review has been satisfactory.

**3.DIVIDEND**

Keeping in view the future requirements of funds by the Company for its proposed growth and expansion, the Board expresses its inability to recommend any dividend from the available profit.

**4. SHARE CAPITAL**

The paid-up Equity Share Capital as on March 31,2021 was Rs. 2,86,47,000. During the year under review the company has not issued any shares or any convertible instruments.



## **5. AMOUNT TRANSFERRED TO RESERVES**

During the year under review, the company has transferred loss of Rs30.87lacs to the reserves of the Company as per the norms of RBI Act, 1974.

## **6. FUTURE OUTLOOK**

In the current year, your directors are putting up efforts and it is hoped that the company will do better in the current year. The outlook for the current year is also very bright and your directors are hopeful of doing a good business during the current year.

## **7. FIXED DEPOSITS**

The Company has not accepted any public deposits during FY 2020-21 within the meaning of Section 73 of the Companies Act, 2013 and the rules made there under. As per NBFC Guidelines issued by the Reserve Bank of India, the Board of Directors has passed the required resolution confirming that the Company has neither accepted any public deposits and nor does it intend to do so in the coming year 2021-2022.

## **8. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS**

The particulars of loans, guarantees and investments covered under the provisions of Section 186 of the Companies Act, 2013 may be taken as nil.

## **9. MATERIAL CHANGES & COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY**

There have been no material changes or any other commitments which may affect the financial position of the Company.

## **10. LISTING OF SHARES**

The company declares that its equity share is listed on BSE Ltd. The company has paid the annual listing fee for the year 2020-2021 to the said exchange.

## **11. SHARE TRANSFER SYSTEM**

The request regarding physical share transfers and share certificates should be addressed to Registrar and Transfer Agent. Such requests are processed within stipulated time from the date of receipt provided documents meet the stipulated requirement of statutory provisions in all respect. The share certificates duly endorsed are returned immediately to the shareholder by RTA. The details of transfer and transmission are placed before the Stakeholders Relationship Committee from time to time and the Board for noting and confirmation.

## **12. DIRECTORS AND KEY MANAGERIAL PERSONNEL**

In Accordance with the provisions of Companies Act, 2013 Mrs Sarita Mantry (DIN: 01111382) retires by rotation and being eligible offers herself for reappointment.

### **12.1 BOARD EVALUATION**

Pursuant to the provisions of Companies Act, 2013, the Board has carried out annual performance evaluation of its own performance, the directors individually as well the evaluation of the working of its Audit, Nomination & Remuneration and Stakeholder committee. The manner in which the evaluation has been carried out has been explained in Corporate Governance Report.

## **12.2 INDEPENDENT DIRECTORS MEETING**

During the Financial Year 2020-2021 one meeting of the Independent Directors was held on 28.03.2021 to discuss the evaluation of the performance of Non-Independent Directors and the Board of Directors as a whole, evaluation of the performance of the Chairman of the Company taking into account the views of the executive and non-executive Directors and evaluation of the quality, content and timeliness of the flow of information between the management and Board which is necessary for the Board to perform its duties.

## **12.3 REMUNERATION POLICY**

Board has on the recommendation of the Nomination & Remuneration committee framed a policy for the selection and appointment of Directors, Senior Management and their remuneration. The Remuneration Policy is stated in the Corporate Governance Report.

## **12.4 DECLARATIONS BY INDEPENDENT DIRECTORS**

All Independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and Regulation 17 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.

## **12.5 BOARD MEETINGS**

During the year Nine (09) Board meetings were held, details of which are given below:

<b>S. No.</b>	<b>Date of Board meeting</b>	<b>No. of Directors attended meeting</b>
1.	20.05.2020	4
2.	31.07.2020	4
3.	14.08.2020	4
4.	25.08.2020	4
5.	05.09.2020	4
6.	27.09.2020	4
7.	06.10.2020	4
8.	11.11.2020	4
9.	06.02.2021	4

### 13. COMMITTEE OF BOARD

#### 13.1 AUDIT COMMITTEE

The company is having an audit committee comprising of the following directors:

<b>Name</b>	<b>Status</b>	<b>Category</b>
Sanjay Kukreja	Chairman	Independent Director
Sarita Mantry	Member	Non-Executive Director
Ashok Mohta	Member	Independent Director

#### 13.2 NOMINATION AND REMUNERATION COMMITTEE

The company is having a Nomination and Remuneration committee comprising of the following directors:

<b>Name</b>	<b>Status</b>	<b>Category</b>
Sanjay Kukreja	Chairman	Independent Director
Sarita Mantry	Member	Non-Executive Director
Ashok Mohta	Member	Independent Director

#### 13.3 STAKEHOLDER RELATIONSHIP COMMITTEE

The company is having a Stakeholder Relationship committee comprising of the following directors:

<b>Name</b>	<b>Status</b>	<b>Category</b>
Sanjay Kukreja	Chairman	Independent Director
Sarita Mantry	Member	Non-Executive Director
Ashok Mohta	Member	Independent Director

### 14. VIGIL MECHANISM / WHISTLE BLOWER POLICY

In order to ensure that the activities of the Company and its employees are conducted in a fair and transparent manner by adoption of highest standards of professionalism, honesty, integrity, and ethical behavior the company has adopted a vigil mechanism policy. This policy is explained in corporate governance report and posted on the website of company.

### 15. DIRECTORS' RESPONSIBILITY STATEMENT

To the best of their knowledge and belief and according to the information and explanations obtained by them, your Directors make the following statements in terms of Section 134(3)(c) of the Companies Act, 2013:

- a) that in the preparation of the annual financial statements for the year ended March 31, 2021, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;

- b) that such accounting policies as mentioned in Notes to the Financial Statements have been selected and applied consistently and judgments and estimates have been made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2021 and of the profit/loss of the Company for the year ended on that date.
- c) that proper and sufficient care has been taken for the 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) That the annual financial statements have been prepared on a going concern basis;
- e) That proper internal financial controls were in place and that the financial controls were adequate and were operating effectively.
- f) That systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

#### **16. COMPANY POLICY ON DIRECTORS APPOINTMENT AND REMUNERATION**

The company has formulated a remuneration policy which provides the manner of selection of Board of Directors, KMP and their remuneration. In case of appointment of independent directors, the Nomination and Remuneration Committee shall satisfy itself with regard to independent nature of its directors viz-a-viz the company so as to enable the Board to discharge its performance and duties effectively.

#### **17. RELATED PARTY TRANSACTIONS**

There were no contracts or arrangements entered into by the company in accordance with provisions of section 188 of the Companies Act, 2013. All material 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. There are no materially significant related party transactions made by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interest of the Company at large.

#### **18. IMPACT OF COVID-19 ON BUSINESS**

The spread of COVID-19 has severely impacted businesses around the globe. In many countries including India, there has been severe disruption to regular business operations due to lockdown, disruption in transportation, quarantines, social distancing and many other norms.