

ANNEXURE I

Form No. MGT-9

EXTRACT OF ANNUAL RETURN

As on financial year ended on 31st March, 2021

[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	:	U65990MH2020PTC340389
Registration Date	:	07/06/2020
Name of the Company	:	Waterfield Fund Managers Private Limited
Category / Sub-Category of the Company	:	Company limited by Shares & Non-Govt. company
Address of the Registered office and contact details	:	142, Maker Chamber VI, 220 Jamnalal Bajaj Marg, Nariman Point Mumbai 400021. Email ID- finance@waterfieldadvisors.com
Whether listed Company	:	Yes /No
Name, Address and Contact details of Registrar and Transfer Agent, if any:	:	NA

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:-

Sl. No.	Name and Description of main products/ services	NIC Code of the Product/ service	% to total turnover of the company
1	Activities of head offices; management services	66309	100%

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III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No	Name and address of the Company	CIN / GLN	Holding / subsidiary / associate	% of shares held	Applicable section
1.	Waterfield Advisors Private Limited (142, Maker Chamber VI, 220 Jamnalal Bajaj Marg, Nariman Point Mumbai 400021)	U74120MH2011PTC220601	Holding Company	100%	2(46)

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity):

i. CATEGORY-WISE SHARE HOLDING:

Category of Shareholders	No. of Shares held at the beginning of the year ⁽¹⁾				No. of Shares held at the end of the year ⁽¹⁾				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Share	
A. Promoters									-
(1) Indian									-
a) Individual/HUF	-	-	-	-	-	-	-	-	-
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.		10,000	10,000	100%		10,000	10,000	100%	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
Sub-total(A)(1):	-	10,000	10,000	100%		10,000	10,000	100%	-
(2) Foreign									-
a) NRIs Individuals	-	-	-	-	-	-	-	-	-
b) Other Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks / FI	-	-	-	-	-	-	-	-	-
e) Any other	-	-	-	-	-	-	-	-	-

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Sub-total (A)(2):	-	-	-	-	-	-	-	-	-
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	-	10,000	10,000	100%		10,000	10,000	100%	-
B. Public Shareholding									
(1) Institutions									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
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):	-	-	-	-	-	-	-	-	-
(2) Non-Institutions									
a) Bodies Corp.									
i) Indian	-	-	-	-	-	-	-	-	-
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals	-	-	-	-	-	-	-	-	-
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	-	-	-	-	-	-	-	-	-
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	-	-	-	-	-	-	-	-	-
c) Others (specify) –									
i) Trustees of Waterfield Employee Benefit	-	-	-	-	-	-	-	-	-

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ii) Trust Non Resident	-								
Sub-total(B)(2):	-	-	-	-	-	-	-	-	-
Total Public Shareholding (B)=(B)(1)+(B)(2)	-	-	-	-	-	-	-	-	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	-	10,000	10,000	100%		10,000	10,000	100%	-

Note 1: Beginning of the year – As on June 7, 2020 (i.e.Date of Incorporation), End of the year – As on March 31, 2021

*Out of 10,000 equity shares, One (1) share is held by Ms. Soumya Rajan (As a nominee of Waterfield Advisors Private Limited)

ii. SHAREHOLDING OF PROMOTERS:

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year ⁽²⁾			Share holding at the end of the year ⁽²⁾			
		No. of Shares	% of total Shares of the Company	% of Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total shares	% change in share holding during the year
1.	Waterfield Advisors Private Limited	10,000	100%	-	10,000	100%	-	
Total		10,000	100%		10,000	100%		

Note 2 Beginning of the year – As on June 7, 2020 (i.e. Date of Incorporation), End of the year – As on March 31, 2021

*out of 10,000 equity shares, One (1) share is held by Ms. Soumya Rajan (As a nominee of Waterfield Advisors Private Limited)

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iii. CHANGE IN PROMOTERS' SHAREHOLDING :

Sl. No.	Particulars	Shareholding		Cumulative Shareholding during the year ⁽³⁾	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1.	Waterfield Advisors Private Limited				
	At the beginning of the year ⁽³⁾	10,000	100	10,000	100
	Date wise Increase/ Decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/ sweat equity etc) ⁽³⁾	-	-		
	At the End of the year ⁽³⁾	10,000	100	10,000	100

Note 3 Beginning of the year – As on June 7, 2020 (i.e. Date of Incorporation), End of the year – As on March 31, 2021

**out of 10,000 equity shares, One (1) share is held by Ms. Soumya Rajan (As a nominee of Waterfield Advisors Private Limited)*

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

Sr. No	For each of the Top 10 Shareholders	Shareholding		Reason for change in the Shareholding	Cumulative shareholding during the year	
		No. of shares	% of total shares of the company		No. of shares	% of total shares of the Company
1.						
	At the beginning of the year ⁽⁴⁾	-	-	-	-	-
	Date wise Increase/ Decrease during the year ⁽⁴⁾	-	-	-	-	-
	At the End of the year ⁽⁴⁾	-	-	-	-	-

Note 4 Beginning of the year – As on June 7, 2020 (i.e. Date of Incorporation), End of the year – As on March 31, 2021

v. **SHAREHOLDING OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:**

Sr. No.	Particulars of each of the Directors and KMP	Shareholding at the beginning of the year ⁽⁵⁾		Cumulative Shareholding during the year ⁽⁵⁾	
		No. of shares	% of Total Shares of the Company	No. of shares	% of Total Shares of the Company
1	Soumya Rajan				
	At the beginning of the year ⁽⁵⁾	1	0.01%	1	0.01%
	Date wise Increase/ (Decrease) During the year ⁽⁵⁾	-	-	-	-
	At the end of the year ⁽⁵⁾	1	0.01%	1	0.01%
2	Mukund Govind Rajan				
	At the beginning of the year ⁽⁵⁾	-	-	-	-
	Date wise Increase/ (Decrease) During the year ⁽⁵⁾	-	-	-	-
	At the end of the year ⁽⁵⁾	-	-	-	-

Note 5: Beginning of the Year - As on June 7, 2021; End of the year - As on March 31, 2021 and During the year - From June 7, 2020 upto March 31, 2021

*** One (1) share is held by Ms. Soumya Rajan (As a nominee of Waterfield Advisors Private Limited)**

V. **INDEBTEDNESS:**

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

(Amount in INR)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year⁽⁶⁾				
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⁽⁶⁾				
Addition		1,01,47,684		1,01,47,684
Reduction		-		-
Net Change		1,01,47,684		1,01,47,684
Indebtedness at the end of the financial year⁽⁶⁾				

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i) Principal Amount		1,00,00,000		1,00,00,000
ii) Interest due but not paid		1,47,684		1,47,684
iii) Interest accrued but not due		-		-
Total (i+ii+iii)		1,01,47,684		1,01,47,684

Note 6: Beginning of the Year - As on June 7, 2021; End of the year - As on March 31, 2021 and During the year - From on June 7, 2021 upto March 31, 2021

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL: NA

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

Sl. No.	Particulars of Remuneration	Name of MD/WTD/Manager	Total Amount
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-
2	Stock Option	-	-
3	Sweat Equity	-	-
4	Commission	-	-
	- as % of profit	-	-
	- others, specify	-	-
5	Others, please specify	-	-
	Total (A)		
	Ceiling as per the Act	Not applicable	
		Mukund Govind Rajan	
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961		
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961		
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961		
2	Stock Option		
3	Sweat Equity		
4	Commission		
	- as % of profit		

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	- others, specify		
5	Others, please specify		
	Total (A)		
	Ceiling as per the Act	Not Applicable	

B. REMUNERATION TO OTHER DIRECTORS: NA

Sl. No.	Particulars of Remuneration	Name of Directors	Total Amount
1	Independent Directors	Not Applicable	
	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 (B)=(1+2)		
4	Total Managerial Remuneration		
5	Overall Ceiling as per the Act		

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

Sl. No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
1	Gross salary	Not Applicable			
	(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				

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	- as % of profit	
	- others, specify	
5	Others, please specify	
	Total	

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES: Not Applicable

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD /NCLT/ COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
B. DIRECTORS					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
C. OTHER OFFICERS IN DEFAULT					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-

**For and on behalf of
Waterfield Fund Managers Private Limited**

Sd/-
Ms. Soumya Rajan
Director
DIN: 03579199
Add: Hill Park Building 2, Flat-22, 3rd Floor,
Dr AG Bell Road, Malabar Hill Mumbai 400006.

Sd/-
Mr. Mukund Govind Rajan
Director
DIN: 00141258
Add: Hill Park Building 2, Flat-22, 3rd Floor,
Dr AG Bell Road, Malabar Hill Mumbai 400006.

Date: June 17, 2021
Place: Mumbai