

**FormNo.MGT-9**  
**EXTRACT OF ANNUAL RETURN**  
 As on the financial year ended on 31<sup>st</sup> 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:**

Particulars	Information
CIN	U65929KA2018PLC116815
Name of the Company:	Zerodha Broking Limited
Category/ Sub-Category of the Company:	Unlisted Public Company
Address of the registered office and contact details	153/154, 4th Cross, 4th Phase, Dollars Colony, Opposite Clarence School, J.P Nagar, Bangalore -560078
Whether listed company	No
Name, Address and Contact details of Registrar and Transfer Agent, if any	CDSL Ventures Limited Marathon Futurex, A Wing, 25 <sup>th</sup> Floor, Mafatlal Mills Compound, N.M Joshi Marg, Lower Parel (E) Mumbai -400013

**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	% total turnover of the company
1.	Security Dealing Activities	67120	100%

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

Sl. No	Name and Description of main Products/ Services	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
NIL					

**VI. SHAREHOLDING PATTERN (Equity Share Capital Breakup as percentage of total Equity)**

**i) Category-wise Shareholding**

Category of Shareholders	No. of shares held at the beginning of the year				No of shares held at the end of the year				% change during the year
	Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
<b>A. Promoters.</b>									
<b>(1) Indian</b>									
a) Individual/H.U.F	6,99,90,000	Nil	6,99,90,000	69.99%	6,99,90,000	Nil	6,99,90,000	69.99%	Nil
b) Central Govt	-	-	--	-	-	-	--	-	-
c) State Govt.(s)	-	-	--	-	-	-	--	-	-
d) Bodies Corporate	3,00,10,000	Nil	3,00,10,000	30.01%	3,00,10,000	Nil	3,00,10,000	30.01%	Nil
e) Banks/ FI	-	-	--	-	-	-	--	-	-
f) Any Other	-	-	--	-	-	-	--	-	-
<b>Sub-Total (A)(1)</b>	<b>10,00,00,000</b>	<b>Nil</b>	<b>10,00,00,000</b>	<b>100.00%</b>	<b>10,00,00,000</b>	<b>Nil</b>	<b>10,00,00,000</b>	<b>100.00%</b>	<b>Nil</b>
<b>(2) Foreign</b>									
<b>Sub-Total (A)(2)</b>									
<b>Total Shareholding of Promoters (A)=(A) (1)+(A)(2)</b>	<b>10,00,00,000</b>	<b>Nil</b>	<b>10,00,00,000</b>	<b>100%</b>	<b>10,00,00,000</b>	<b>Nil</b>	<b>10,00,00,000</b>	<b>100%</b>	<b>Nil</b>
<b>B. Public Shareholding</b>									
<b>1) Institutions</b>									
<b>Sub- Total (B)(1)</b>									

<b>Non- Institutions</b>	-	-	-	--	-	-	--	-	-
a) Bodies Corporate	-	-	-	--	-	-	--	-	-
b) Individuals	-	-	-	--	-	-	--	-	-
c) Others (specify)	-	-	-	--	-	-	--	-	-
<b>Sub-Total (B)(2)</b>	-	-	-	--	-	-	--	-	-
<b>Total Public Shareholding (B)=(B) (1)+(B)(2)</b>	-	-	-	--	-	-	--	-	-
C(1) Non promoter Non Public Shareholding	-	-	-	--	-	-	--	-	-
Employee Stock Options Scheme Trust	-	-	-	--	-	-	--	-	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	--	-	-	--	-	-
<b>Sub Total (C)= ( C) (1) + (2)</b>	-	-	-	--	-	-	--	-	-
<b>Grand Total (A+B+C)</b>	<b>10,00,00,000</b>	<b>Nil</b>	<b>10,00,00,000</b>	<b>100%</b>	<b>10,00,00,000</b>	<b>Nil</b>	<b>10,00,00,000</b>	<b>100%</b>	<b>Nil</b>

## (ii) Shareholding of Promoters

Sl. No	Shareholders Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year.
		No. of Shares	% of Total Shares of the Company	% of shares Pledged/ encumbered to total shares	No. of Shares	% of Total Shares of the Company	% of shares Pledged/ encumbered to total shares	
1	Nithin Kamath	3,09,10,000	30.91	-	3,09,10,000	30.91	-	-
2	Nikhil Kamath	2,89,10,000	28.91	-	2,89,10,000	28.91	-	-
3	Seema Patil	99,70,000	9.97	-	99,70,000	9.97	-	-
4	Revathi Kamath	1,00,000	0.1	-	1,00,000	0.1	-	-
5	Udyavara Raghuram Kamath	1,00,000	0.1	-	1,00,000	0.1	-	-
6	Austin Global Ventures Private Limited	2,99,10,000	29.91	-	2,99,10,000	29.91	-	-
7	Straddle Capital Private Limited	1,00,000	0.1	-	1,00,000	0.1	-	-

## iii) Change in Promoter's Shareholding

	Shareholding at the Beginning of the year		Cumulative Shareholding during the year	
	No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
At the Beginning of the year	10,00,00,000	100%		
Changes during the year	No change during the year			
At the end of the year	10,00,00,000	100%	10,00,00,000	100%

## iv) Shareholding Pattern of Top Ten Shareholders (Other than Directors, Promoters and Holders of GDRs and ADRs) : Not Applicable, as The entire Equity Capital is held by Promoters only.

## v) Shareholding of Directors and Key Managerial Personnel (KMP)

Sl. No	Particulars	Shareholding at the Beginning of the year.		Cumulative Shareholding during the year.	
		No. of Shares	% of Total Shares of the Company	No. of Shares	% of Total Shares of the Company
1.	<b>Nithin Kamath</b> <b>(Managing Director &amp; CEO)</b>				
	At the Beginning of the year	3,09,10,000	30.91%		
	Changes during the year	<b>No change during the year</b>			
	At the end of the year	3,09,10,000	30.91%	3,09,10,000	30.91%

Sl. No	Particulars	Shareholding at the Beginning of the year.		Cumulative Shareholding during the year.	
		No. of Shares	% of Total Shares of the Company	No. of Shares	% of Total Shares of the Company
2.	<b>Nikhil Kamath</b> <b>(Whole-time Director &amp; CFO)</b>				
	At the Beginning of the year	2,89,10,000	28.91%		
	Changes during the year	<b>No change during the year</b>			
	At the end of the year	2,89,10,000	28.91%	2,89,10,000	28.91%

Sl. No	Particulars	Shareholding at the Beginning of the year.		Cumulative Shareholding during the year.	
		No. of Shares	% of Total Shares of the Company	No. of Shares	% of Total Shares of the Company
3.	<b>Seema Patil</b> <b>(Director)</b>				
	At the Beginning of the year	99,70,000	9.97%		
	Changes during the year	<b>No change during the year</b>			
	At the end of the year	99,70,000	9.97%	99,70,000	9.97%

## VI. INDEBTEDNESS

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

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i)Principal Amount	24,68,162	2,98,68,08672	--	<b>2,98,92,76,834</b>
ii)Interest due but not paid	--	--	--	--
iii)Interest accrued but not due	--	--	--	--
<b>Total (i+ii+iii)</b>	--	--	--	--
<b>Change in Indebtedness during the financial year</b>				
· <b>Addition</b>				
- <b>Reduction</b>	24,68,162	2,98,68,08672	-	<b>2,98,92,76,834</b>
<b>Indebtedness at the end of the financial year</b>				
i)Principal amount	NIL	NIL		NIL
ii)Interest due but not paid				
iii) Interest accrued but not paid				
<b>Total ( I + ii + iii)</b>	<b>NIL</b>	<b>NIL</b>		<b>NIL</b>

**VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**
**A. REMUNERATION TO MANAGING DIRECTOR, WHOLE-TIME DIRECTOR AND OR MANAGER:**

S. 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/s17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section17(3) Income-taxAct,1961	Nithin Kamath Nikhil Kamath		11,95,08,463 11,56,13,831
2.	Stock Option	NIL		NIL
3.	Sweat Equity	NIL		NIL
4.	Commission - as % of profit - others, specify...	NIL		NIL
5.	Others, please specify	NIL		NIL
6.	Total (A)	NIL	NIL	NIL
	Ceiling as per the Act			

**B. REMUNERATION TO OTHER DIRECTORS: NIL**

S. No.	Particulars of Remuneration	Name of Director			Total Amount
	<u>Independent Directors</u> ·Fee for attending board committee meetings ·Commission ·Others, please specify	NIL			NIL
	Total(1)	NIL			NIL
	<u>Other Directors</u> ·Fee for attending board committee meetings ·Commission ·Others, please specify	Seema Patil Venu Madhav K S			11,28,00,000 65,30,932
	Total (2)				11,93,30,932
	Total(B)=(1+2)	NIL			11,93,30,932
	Total Managerial Remuneration	NIL			
	Overall Ceiling as per the Act	NIL			NIL

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

S. no.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CFO	Company Secretary	Total
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	Nithin Kamath 11,95,08,463	Nikhil Kamath 11,56,13,831	Pallavi Hedge 8,78,400	23,60,00,694
2.	Stock Option	NIL	NIL	NIL	NIL
3.	Sweat Equity	NIL	NIL	NIL	NIL
4.	Commission - as % of profit -others specify...	NIL	NIL	NIL	NIL

5.	Others please specify	NIL	NIL	NIL	NIL
6.	Total	11,95,08,463	11,56,13,831	8,78,400	23,60,00,694

VII. PENALTIES/PUNISHMENT/COMPOUNDING OFFENCES

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

For and on behalf of the Board of Directors  
**ZERODHA BROKING LIMITED**

Sd/-

**Nithin Kamath**  
 Managing Director & CEO  
 DIN: 03142935

Sd/-

**Nikhil Kamath**  
 Wholetime Director & CFO  
 DIN: 03142938

Sd/-

**Shikha Singh**  
 Company Secretary  
 M. No. A52855

Place: Bangalore  
 Date: 16/10/2020