

FORM NO. MGT-7

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



सत्यमेव जयते

Annual Return (other than OPCs and Small Companies)

Form language ☒ English ☐ Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

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

U65990DL2021PLC385568

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AACCU9065C

(ii) (a) Name of the company

UNITY SMALL FINANCE BANK

(b) Registered office address

40, Basant Lok, Vasant Vihar
New Delhi
Delhi
New Delhi
Delhi
110057

(c) *e-mail ID of the company

cs@unitybank.co.in

(d) *Telephone number with STD code

+912242159000

(e) Website

https://theunitybank.com/

(iii) Date of Incorporation

25/08/2021

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

(v) Whether company is having share capital

☒ Yes ☐ No

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

☐ Yes ☒ No

(b) CIN of the Registrar and Transfer Agent

U72400MH2004PLC147094

Pre-fill

Name of the Registrar and Transfer Agent

NSDL DATABASE MANAGEMENT LIMITED

Registered office address of the Registrar and Transfer Agents

4TH FLOOR TRADE WORLD A WINGKAMLA MILLS COMPOUND
LOWER PAREL (W)

(vii) *Financial year From date 01/04/2022 (DD/MM/YYYY) To date 31/03/2023 (DD/MM/YYYY)

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

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted ☐ Yes ☒ No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

1

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	K	Financial and insurance Service	K1	Banking activities by Central, Commercial and Saving banks	100

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

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

1

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	CENTRUM FINANCIAL SERVICE	U65910MH1993PLC192085	Holding	51

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

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	1,700,000,000	704,901,960	704,901,960	704,901,960
Total amount of equity shares (in Rupees)	17,000,000,000	7,049,019,600	7,049,019,600	7,049,019,600

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
EQUITY				
Number of equity shares	1,700,000,000	704,901,960	704,901,960	704,901,960
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	17,000,000,000	7,049,019,600	7,049,019,600	7,049,019,600

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	2,300,000,000	2,248,497,076	2,248,497,076	2,248,497,076
Total amount of preference shares (in rupees)	23,000,000,000	22,484,970,760	22,484,970,760	22,484,970,760

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Perpetual Non-cumulative Preference shares				
Number of preference shares	2,300,000,000	2,248,497,076	2,248,497,076	2,248,497,076
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	23,000,000,000	22,484,970,760	22,484,970,760	22,484,970,760

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

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

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	0	704,901,960	704901960	7,049,019,600	7,049,019,600	
Increase during the year	0	0	0	0	0	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0

v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify <div></div>						
Decrease during the year	0	0	0	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify <div></div>						
At the end of the year	0	704,901,960	704901960	7,049,019,600	7,049,019,600	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	1,944,173,200	304,323,797	2248497076	22,484,970,000	22,484,970,000	0
i. Issues of shares	1,944,173,200	304,323,797	2248497076	22,484,970,000	22,484,970,000	
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify <div></div>						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify <div></div>						
At the end of the year	1,944,173,200	304,323,797	2248497076	22,484,970,000	22,484,970,000	

ISIN of the equity shares of the company

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

0

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

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

☐ Nil

[Details being provided in a CD/Digital Media]

☐

Yes

☐

No

☐

Not Applicable

Separate sheet attached for details of transfers

☒

Yes

☐

No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting			
Date of registration of transfer (Date Month Year)			
Type of transfer		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)	
Ledger Folio of Transferor			
Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Transferee			

Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input type="text"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor	<input type="text"/>
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Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text"/>
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Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

(iv) *Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	410,090,375	Multiple face value	1,037,589,500
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			1,037,589,500

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	5,656,989,500	0	4,619,400,000	1,037,589,500
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

3

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Warrants Series 1	900,000,000	0.01	9,000,000	0.01	9,000,000
Warrants Series 2	1,000,000,000	0.01	10,000,000	0.01	10,000,000
Equity Warrant as per S	5,295,961,440	1	5,295,961,440	1	5,295,961,440
Total	7,195,961,440		5,314,961,440		5,314,961,440

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

(i) Turnover

8,033,109,293

(ii) Net worth of the Company

14,002,711,316

VI. (a) *SHARE HOLDING PATTERN - Promoters

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

5.	Financial institutions		0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	359,499,994	51	0	0
10.	Others Nominee of CFSL	6	0	0	0
	Total	359,500,000	51	0	0

Total number of shareholders (promoters)

7

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

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	345,401,960	49	0	0

10.	Others	0	0	2,248,497,076	100
	Total	345,401,960	49	2,248,497,076	100

Total number of shareholders (other than promoters)

5,559

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

5,566

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

Details	At the beginning of the year	At the end of the year
Promoters	7	7
Members (other than promoters)	1	5,559
Debenture holders	1,058	6

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	0	0	0	1	0	0
B. Non-Promoter	0	5	1	6	0	0
(i) Non-Independent	0	0	1	0	0	0
(ii) Independent	0	5	0	6	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	0	5	1	7	0	0

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

10

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

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
VINOD RAI	00041867	Director	0	23/05/2023
SUBHASH GUNDAPPA	00233322	Director	0	
BASANT SETH	02798529	Director	0	
RENU SUBHABRATA B	03550920	Director	0	
SANDIP GHOSE	07482589	Director	0	
JASPAL SINGH BINDR	00128320	Director appointed	1	
DAVID PAUL RASQUIN	01172654	Director	0	
INDERJIT CAMOTRA	09602543	Managing Director	0	
ABHISHEK NIRMAL BA	AFYPB3445H	CFO	0	
ARCHANA ALOK GOYAL	AASPB9490M	Company Secretary	0	

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

5

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
DAVID PAUL RASQUIN	01172654	Additional director	20/10/2022	Appointment
DAVID PAUL RASQUIN	01172654	Director	29/11/2022	Change in Designation
INDERJIT CAMOTRA	09602543	Additional director	05/08/2022	Appointment
INDERJIT CAMOTRA	09602543	Managing Director	30/09/2022	Change in Designation
JASPAL SINGH BINDR	00128320	Additional director	24/03/2023	Appointment

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

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

Number of meetings held

4

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
EGM	13/06/2022	8	6	75
EGM	30/09/2022	8	7	87.5
EGM	28/11/2022	8	6	87.5
AGM	05/08/2022	8	8	100

B. BOARD MEETINGS

*Number of meetings held

10

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	06/04/2022	5	5	100
2	19/05/2022	5	5	100
3	30/05/2022	5	4	80
4	05/08/2022	6	6	100
5	01/09/2022	6	6	100
6	20/10/2022	7	7	100
7	15/12/2022	7	6	85.71
8	12/01/2023	7	6	85.71
9	08/02/2023	7	6	85.71
10	24/03/2023	8	8	100

C. COMMITTEE MEETINGS

Number of meetings held

11

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	19/05/2022	3	3	100
2	Audit Committee	05/08/2022	3	3	100

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
3	Audit Committee Meeting	20/10/2022	3	3	100
4	Audit Committee Meeting	15/12/2022	4	3	75
5	Audit Committee Meeting	08/02/2023	4	3	75
6	Audit Committee Meeting	06/03/2023	3	3	100
7	Nomination and Remuneration Committee Meeting	13/05/2022	3	3	100
8	Nomination and Remuneration Committee Meeting	14/06/2022	3	3	100
9	Nomination and Remuneration Committee Meeting	20/10/2022	3	3	100
10	Nomination and Remuneration Committee Meeting	24/03/2023	3	3	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
								(Y/N/NA)
1	VINOD RAI	10	10	100	1	1	100	
2	SUBHASH GUPTA	10	10	100	10	10	100	
3	BASANT SETIA	10	6	60	5	3	60	
4	RENU SUBHA	10	10	100	5	5	100	
5	SANDIP GHOSH	10	10	100	11	11	100	
6	JASPAL SINGH	1	1	100	0	0	0	
7	DAVID PAUL	5	5	100	3	3	100	
8	INDERJIT CAHILL	7	7	100	0	0	0	

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	INDERJIT CAMOTI	Managing Director	10,878,747	0	0	2,600,000	13,478,747
	Total		10,878,747	0	0	2,600,000	13,478,747

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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	INDERJIT CAMOTI	Managing Director	10,878,747	0	0	2,600,000	13,478,747
2	ABHISHEK NIRMAL	CFO	8,441,492	0	0	2,100,000	10,541,492
3	ARCHANA ALOK G	CS	3,630,456	0	0	473,021	4,103,477
	Total		22,950,695	0	0	5,173,021	28,123,716

Number of other directors whose remuneration details to be entered

7

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	VINOD RAI	Part time chairman	1,200,000	0	0	1,360,000	2,560,000
2	SUBHASH GUNDA	Independent Director	0	0	0	1,880,000	1,880,000
3	BASANT SETH	Independent Director	0	0	0	940,000	940,000
4	RENU SUBHABRA	Independent Director	0	0	0	1,680,000	1,680,000
5	SANDIP GHOSE	Independent Director	0	0	0	2,160,000	2,160,000
6	JASPAL SINGH BIR	Nominee Director	0	0	0	100,000	100,000
7	DAVID PAUL RASCH	Independent Director	0	0	0	760,000	760,000
	Total		1,200,000	0	0	8,880,000	10,080,000

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

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

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS ☒ Nil

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

(B) DETAILS OF COMPOUNDING OF OFFENCES ☒ Nil

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

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

☒ Yes ☐ No

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

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

Name

Shivam Sharma

Whether associate or fellow

☒ Associate ☐ Fellow

Certificate of practice number

16558

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

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

21

dated

03/05/2023

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

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

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

To be digitally signed by

Director

DIN of the director

09602543

To be digitally signed by

- ☒ Company Secretary
- ☐ Company secretary in practice

Membership number

16004

Certificate of practice number

Attachments

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

Attach

Attach

Attach

Attach

List of attachments

Remove attachment

Modify

Check Form

Prescrutiny

Submit

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

ADDITIONAL INFORMATION

Due to restriction in the form MGT 7 for inserting the details relating to Committee Meeting, the additional details are provided below:

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

C. COMMITTEE MEETINGS

Number of Meeting held: 11

S. No.	Type of Meeting	Date of Meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
11	Stakeholder Relationship Committee	08/02/2023	3	3	100

For Unity Small Finance Bank Limited

Archana Goyal
Company Secretary

■ **UNITY SMALL FINANCE BANK LIMITED :**
CIN : U65990DL2021PLC385568
Email : info@unitybank.co.in

■ **REGISTERED OFFICE :**
40, Basant Lok,
Vasant Vihar,
New Delhi 110057
Tel No. 011-47414100

■ **CORPORATE OFFICE :**
Centrum House, CST Road,
Vidyanagari Marg, Kalina,
Santacruz (E),
Mumbai 400098
Tel No. 022-42159000