

FormNo.MGT-9
EXTRACT OF ANNUAL RETURN
As on the 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:

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 th 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	
A. Promoters.									
(1) Indian									
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	-	-	--	-	-	-	--	-	-
Sub-Total (A)(1)	10,00,00,000	Nil	10,00,00,000	100.00%	10,00,00,000	Nil	10,00,00,000	100.00%	Nil
(2) Foreign	-	-	--	-	-	-	--	-	-
Sub-Total (A)(2)	-	-	--	-	-	-	--	-	-
Total Shareholding of Promoters (A)=(A) (1)+(A)(2)	10,00,00,000	Nil	10,00,00,000	100%	10,00,00,000	Nil	10,00,00,000	100%	Nil
B. Public Shareholding	-	-	-	--	-	-	--	-	-
1) Institutions	-	-	-	--	-	-	--	-	-
Sub- Total (B)(1)	-	-	-	--	-	-	--	-	-

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

(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.	Nithin Kamath (Managing Director & CEO)				
	At the Beginning of the year	3,09,10,000	30.91%		
	Changes during the year	No change during the year			
	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.	Nikhil Kamath (Whole-time Director & CFO)				
	At the Beginning of the year	2,89,10,000	28.91%		
	Changes during the year	No change during the year			
	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.	Seema Patil (Director)				
	At the Beginning of the year	99,70,000	9.97%		
	Changes during the year	No change during the year			
	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
Indebtedness at the beginning of the financial year				
i)Principal Amount	24,68,162	2,98,68,08672	--	2,98,92,76,834
ii)Interest due but not paid	--	--	--	--
iii)Interest accrued but not due	--	--	--	--
Total (i+ii+iii)	--	--	--	--
Change in Indebtedness during the financial year				
· Addition				
- Reduction	24,68,162	2,98,68,08672	-	2,98,92,76,834
Indebtedness at the end of the financial year				
i)Principal amount	NIL	NIL		NIL
ii)Interest due but not paid				
iii) Interest accrued but not paid				
Total (I + ii + iii)	NIL	NIL		NIL

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)
COMPANY					
Penalty	--	--	--	--	--
Punishment	--	--	--	--	--
Compounding	--	--	--	--	--
DIRECTORS					
Penalty	--	--	--	--	--
Punishment	--	--	--	--	--
Compounding	--	--	--	--	--
OTHER OFFICERS IN DEFAULT					
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