



**PHFL HOME LOANS AND
SERVICES LIMITED**



**4TH ANNUAL REPORT
2020-21**

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Corporate Information

Board of Directors

1) Mr. Hardayal Prasad

Mr. Hardayal Prasad is a seasoned banker with experience in banking, international operations and credit card industry. He holds Master's Degree in Chemistry and is a Certified Associate of Indian Institute of Bankers. Mr. Prasad has been part of State Bank of India, India's oldest and largest banking group, for over three decades and has handled several assignments for the bank in various locations in India and Abroad.

He was the Managing Director & Chief Executive Officer of SBI Cards. While at SBI Cards he merged the two credit card entities and then came out with its IPO. He also spearheaded the transformational journey and repositioned SBI Cards, a pure play Credit Card Company, with leadership position in the market. He was awarded the 'Economic Times Most Promising Business Leaders of Asia, 2019-20' award as part of the Economic Times Asian Business Leaders conclave, 2019, for demonstrating exemplary leadership qualities. Currently, he is Managing Director and CEO of PNB Housing Finance Limited.

2) Mr. Rajan Suri

He is a strong professional with over 18 years of rich experience across industry. Major 10 years of experience of Mortgages. In the span of this experience, have trans versed a journey and achieved various growth level, right from the setting of new branch/team/business.

He has completed his Masters from FORE School and has worked with reputed Companies India Infoline Group, ING Vyasa Bank, ICICI Bank etc.

He is currently Business Head – Retail Asset of PNB Housing Finance Limited.

3) Ms Deepika Gupta Padhi

Deepika Gupta Padhi is a passionate and proficient finance professional with 18 years of experience in multiple sectors viz BFSI, Pharma, Oil & Gas and Consumer. Over time she has worked and built strong understanding in the areas of Investor Relations, Treasury, Fund Raising, Due diligence, MIS etc. She currently heads Investor Relations and is responsible for the capital raise activity at PNB Housing Finance, 4th largest housing finance company of India. She has worked with reputed companies like Aurobindo Pharma, Cairn India, Radico Khaitan, SPA Capital etc.

She has been recognised as one of the "India's top 100 women in Finance 2019" and has also been conferred with "Business Excellence & Innovative Best Practices Academia Award – 2019" by New Delhi Institute of Management.



SENIOR MANAGEMENT

- Mr. Pankaj Jain, Chief Operating Officer

STATUTORY AUDITORS

B. R. Maheswari & Co. LLP, Chartered Accountants
M-118, Connaught Place, New Delhi – 110001

SECRETARIAL AUDITORS

Chandrasekaran & Associates, Company Secretaries
11-F, Pocket IV, Mayur Vihar Phase-I, New Delhi 1100091

REGISTERED OFFICE:

207 and 209, 02nd Floor, Antriksh Bhawan, 22 K.G. Marg, New Delhi 110001

Website: www.phfl.com

Director Report



DIRECTORS' REPORT

Your Directors have pleasure in presenting the Fourth Directors' Report of the Company together with the Audited Financial Statements for the financial year ended March 31, 2021.

OVERVIEW

PHFL Home Loans and Services Limited ('the Company' or 'PHFL') is a wholly owned subsidiary of PNB Housing Finance Limited ('PNBHFL').

PHFL was incorporated on August 22, 2017 with an object to get engaged in the business of rendering of professional/ consultancy services including sourcing, marketing, promoting, publicizing, advertising, soliciting, distributing any kind of financial instruments or all classes of insurance product or syndicated credit products or investment products or wealth products to various customers.

The Company has already floated as a distribution arm for PNB Housing offering doorstep services to prospective customers.

PHFL offers doorstep services to provide as a distributor of housing loan, property search services and loan against property to individuals and corporate bodies for home purchase, loan for construction repair, upgradation of home, loan for compound space, loan against residence and commercial property etc. Apart from Home loan products & property services, company also provides financial solutions to individuals covering fixed deposits.

Financial Year 2020-21 was the third full year of operations for PHFL. It was a year of muted growth considering the unprecedented COVID era. A number of sectors along with the real estate sector were hit badly during the year. Disbursement activity came to a halt in the beginning of the year due to disruptions caused by national lockdown.

Normalcy returned by the beginning of Q4FY20-21. It was a growth phase where sales productivity levels peaked to the highest level in last 3 years in spite of restriction on sourcing under-construction business and higher ROI vis a vis completion.

FINANCIAL RESULTS FOR FINANCIAL YEAR ENDED ON MARCH 31, 2021

The Company has an Authorised Capital of INR 1 crore and paid up capital of INR 25 Lakh. The Company's financial performance for the Financial Year ended March 31, 2021 is summarized below

| Particulars | Financial year ended March 31, 2021 (₹In Lakhs) | Financial year ended March 31, 2020 (₹In Lakhs) |
|--------------------------------|--|--|
| Total Revenue | 14723.67 | 31,974.96 |
| Total Expenditure | 12559.22 | 22309.87 |
| Profit before tax | 2164.45 | 9665.09 |
| - Current Tax | 517.49 | 2378.95 |
| - Deferred Tax | (8.77) | (8.37) |
| - Tax related to earlier years | 10.71 | (93.54) |
| Profit after tax | 1645.02 | 7388.05 |
| Other Comprehensive Income | 56.04 | 39.05 |
| Total Comprehensive Income | 1701.06 | 7427.10 |



AMOUNT TRANSFERRED TO RESERVES

As on March 31, 2021, INR 1701.06 lacs was transferred to reserves.

CHANGE IN NATURE OF BUSINESS

During the year there was no change of business of the Company

DIVIDEND

The Board of Directors of the Company have not recommended any dividend for the Financial Year ended March 31, 2021.

OPERATIONS

- The Company sourced 53,878 loan applications for PNB Housing Finance Limited vs 76,349 in FY20. Out of these, 38,787 loan applications were sanctioned vs 56,326 in FY 20. Out of sanctioned applications, loans of INR 6,788 crore were disbursed by PNB Housing vs INR 11,326 crore in FY20.
- Geographically, West has contributed 44%, North 28% and South Zone 28% of loans disbursed by PNB Housing vs West 44%, North 29% and South Zone 27% of loans disbursed by PNB Housing in FY20.
- The Unnati disbursement was INR 594 crore vs INR 952 crore in FY20.
- The Company has sourced deposits of INR 1,160 crore vs INR 1,609 crore in FY20.
- Property services has closed 32 transactions worth INR 62 crore through PHFL employees and vendors/brokers across India in FY21 vs 100 closures worth INR 53 crore in FY20.
- FD closure at contact centre stood at INR 187 crore vs INR 255 crore in FY20.

WEBSITE

PHFL website has been integrated with PNBHFL website to display advertisements and information about related & non – competing products and services.

HUMAN RESOURCE

As on March 31, 2021, there were 2196 employees in the Company. During the year, various training sessions were conducted for the employees of the Company to upskill them and enhance their productivity.

During the year, the HR continued to timely onboard experienced resources across all locations, imparted functional and system training to develop productive resources for all the functional teams. The Learning and Development (L&D) team has been continuously endeavouring to identify the current and future skills requirements of the organisation and create flexible learning interventions to meet the diverse needs of the workforce.

There were no employees employed throughout the year, who were in receipt of remuneration of ₹1.02 crore or more per annum.

In terms of the provisions of section 136(1) of the Companies Act, 2013 read with the said rule, the Directors Report is being sent to all the shareholders excluding the annexure. Any shareholder interested in obtaining a copy of the said annexure may write to the Company.



RELATED PARTY TRANSACTION

The Company has sourced business for its parent Company PNBHFL. All transactions entered into with PNBHFL during the year were in ordinary course of business and on arm's length basis. In terms of Section (134)(3)(h) of the Companies Act, 2013, the details of the contracts/arrangements entered into with related parties are provided in form AOC-2 as an Annexure-B to this report.

STATUTORY AUDITORS

Pursuant to the provisions of section 139 of the Companies Act, 2013 read with The Companies (Audit and Auditors) Rule, 2014, (including any statutory modification(s) or re-enactment thereof), the Shareholders of the Company at their meeting held on July 25, 2018 appointed B. R. Maheswari & Co. LLP, Chartered Accountants, (Firm Registration No.:001035N/N50050), M-118, Connaught Place, New Delhi – 110001, as Statutory Auditors of the Company to hold the office from the conclusion of First Annual General Meeting till the conclusion of Sixth Annual General Meeting of the Company.

The Auditors' Reports for the Financial Year ended March 31, 2021 do not contain any qualification, reservation, adverse remark or disclaimer.

DIRECTORS

During the year under review, Mr. Ajay Gupta and Mr. Kapish Jain resigned from the Directorship effective June 4, 2020 and December 08, 2020. Further, Mr. Hardayal Prasad and Mr. Rajan Suri were appointed as Additional Directors effective December 08, 2020 subject to regularization at the ensuing Annual General Meeting of the Company. They all are non-executive Directors and are Directors retire by rotation in terms of Section 152(6) of the Companies Act, 2013. The composition of Board Director as on March 31, 2021 is as follows:

| S.no | Name | Designation |
|------|-------------------------|-------------|
| 1 | Mr. Hardayal Prasad | Director |
| 2 | Mr. Anshul Bhargava | Director |
| 3 | Mr. Rajan Suri | Director |
| 4 | Ms. Deepika Gupta Padhi | Director |

Mr. Anshul Bhargava resigned from the Directorship of the Company w.e.f 11.06.2021.

In terms of Section 152(6)(c) of the Companies Act, 2013, Ms Deepika Gupta Padhi, Non-executive Director shall retire by rotation in the ensuing Annual General Meeting and, being eligible, offers himself for re-appointment.

MEETINGS OF THE BOARD

During the Financial Year ended March 31, 2021, four Board meetings were held on June 12, 2020, July 21, 2020, October 20, 2020, and January 21, 2021. The attendance of each Director in the Board Meeting is as under:

| Name of Director | No. of Board meeting attended |
|-------------------------|-------------------------------|
| Mr. Hardayal Prasad | 1 |
| Mr. Ajay Gupta | - |
| Mr. Anshul Bhargava | 3 |
| Mr. Kapish Jain | 3 |
| Mr. Rajan Suri | 1 |
| Ms. Deepika Gupta Padhi | 4 |

The maximum interval between any two Board Meetings was well within the maximum period of one hundred twenty days. (Section 173(1) of Companies Act, 2013).



MEETING OF THE COMMITTEES

During the Financial Year ended March 31, 2021, one CSR Committee meetings was held on September 09, 2020. The attendance of each Director in the Board Meeting is as under:

| Name of the Member | No. of CSR Committee Meetings attended |
|---------------------------|---|
| | |
| Kapish Jain | 1 |
| Anshul Bhargava | 1 |
| Deepika Gupta Padhi | 1 |

CORPORATE SOCIAL RESPONSIBILITY

In accordance with the provisions of section 135 of the Companies Act, 2013 and rules framed thereunder, the Company has constituted a CSR Committee that reviews the CSR policy, and formulate a monitoring mechanism to ensure implementation of CSR projects and activities undertaken by the Company.

During the year, the Company's CSR activities were focused on three key sectors – welfare of construction workers, education of children and healthcare.

The Company has supported vocational skill development among people with special needs in partnership with Tender Hearts. Welfare of cancer patients and caregivers was ensured through OPD and helpline services in partnership with Can Support. The Company has also worked on skill upgradation of construction workers by conducting on site and off site training programs in partnership with CREDAI CSR Foundation.

For women empowerment and livelihood generation the Company has sponsored setting up of women owned spice-based units in Rajasthan.

The Company during these unprecedented times, stood by its nation and solemnly pledged our support towards aiding the ongoing efforts of the Government to control and counter Covid-19 pandemic. The Company allocated around ₹19.04 lacs on Covid-19 relief in the Country.

During the year, the Company has spent a sum of ₹1.96 crores on various CSR activities. The Annual Report on CSR activities undertaken during the year forms part of Annexure – C to the Board's Report.

SECRETARIAL AUDIT REPORT

Pursuant to the provisions of Section 204 of the Companies Act, 2013 the Company in its Board Meeting held on January 21, 2021 has appointed M/s Chandrasekaran & Associates, Company Secretaries a firm of Company Secretaries in practice to undertake the Secretarial Audit of the Company. The Report of the Secretarial Audit is annexed herewith as Annexure - D to this Report.

DIRECTORS' RESPONSIBILITY STATEMENT

Your Directors confirm that:

- i) in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- ii) they have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view



of the state of affairs of the Company as on March 31, 2021 and of the profits of the Company for the year ended March 31, 2021;

- iii) they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv) they have prepared the annual accounts on a going concern basis;
- v) they have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

PARTICULARS REGARDING CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND EXPENDITURE

a) There is no information to disclose under the head 'Conservation of Energy and Technology Absorption' given in the above rules since the company is engaged in service sector. The particulars of total energy consumption per unit of production are as per Form 'A' is not applicable.

b) **Additional investments & proposals, if any, being implemented for reduction of consumption of energy:**
Not Applicable.

c) **Impact of the measures at (a) and (b) above for reduction of energy consumption:**
Not applicable.

(B) **Technology absorption-**
Since the Company is not engaged in any manufacturing activity, the Directors have nothing to report on the matter.

(C) **Foreign exchange earnings and Outgo-**
Total foreign exchange earnings and expenditure by the Company during the year under review was Nil.

PREVENTION, PROHIBITION AND REDRESSAL OF SEXUAL HARASSMENT OF WOMEN AT THE WORKPLACE

The Company has adopted a policy on prevention, prohibition and redressal of sexual harassment at the workplace. Members of the Internal Complaints Committee constituted by the Company are responsible for reporting and conducting inquiries pertaining to such complaints.

The Company on a regular basis sensitises its employees including subsidiary employees on the prevention of sexual harassment at the workplace through workshops, group meetings, online training modules and awareness programmes. During the year, no complaint was received by the Committee.

EXTRACTS OF ANNUAL RETURN

Pursuant to the provisions of Section 92 of the Companies Act, 2013 read with Rule 12 of the Companies (Management and Administration) Rules, 2014, extract of the Annual Return is attached as Annexure- A to this Report. The extract of annual return is also placed on the website of the Company. <https://www.phfl.com/investor-relations/>

PUBLIC DEPOSITS

The Company has neither accepted nor renewed any deposits during year under review, within the meaning of Section 73 of read with Companies (Acceptance of Deposits) Rules, 2014 framed



thereunder.

PARTICULARS OF HOLDING SUBSIDIARY AND ASSOCIATE COMPANIES:

The Board has nothing to report under Rule 8(5) Clause (iv) of the Companies (Accounts) Rules, 2014 as there is no subsidiary, joint venture or associate company of the company.

LOANS, GUARANTEES AND INVESTMENTS

During the year, no loan, investments and guarantee was given by the Company which are required to be disclosed under Section 186 of the Companies Act, 2013(Act). The current investment of the Company in liquid funds is ₹1215.27 Lakhs as on March 31, 2021.

MATERIAL CHANGES AND COMMITMENT IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR TO WHICH THIS FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

There are no material changes and commitments affecting the financial position of the Company occurred between the end of the financial year to which this financial statement relates and date of this report.

RISK MANAGEMENT

The Company actively identifies evolving risks keeping in view its nature of operations and takes timely action to address and manage risks. The mitigation measures are also taken by the management during the year.

DISCLOSURE OF REMUNERATION OR COMMISSION RECEIVED BY A MANAGING OR WHOLE-TIME DIRECTOR FROM THE COMPANY'S HOLDING OR SUBSIDIARY COMPANY:

During the year, there were no instances of Remuneration payable to Whole-time Director or Managing Director from the Subsidiary Company. Further, during the year, none of the Directors have received remuneration and Commission from the Holding Company.

ORDERS PASSED BY COURTS/ REGULATORS

No significant or material order has been passed by the regulators or courts or tribunals impacting the going concern status of the Company or its future operations. During the year, the Company has not made any application, or no proceeding is pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016). The Company has not entered into one-time settlement for any loans availed from the banks or financial institutions.

INTERNAL FINANCIAL CONTROL

The Company has put in place adequate policies and procedures to ensure that the system of internal financial control commensurate with the size and nature of the Company's business.

These systems provide a reasonable assurance in respect of providing financial and operational information, complying with applicable statutes, safeguarding of assets of the Company, prevention and detection of frauds, accuracy and completeness of accounting records and ensuring compliance with Company's policies.

SECRETARIAL STANDARDS OF ICSI

The revised Secretarial Standard on meetings of Board of Directors (SS-1) and Secretarial Standard



on General Meetings (SS-2) came into effect from 01st October, 2017. The Company is in compliance with the same.

It is also stated that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review:

- Issue of equity shares with differential rights as to dividend, voting or otherwise.
- Issue of shares (including sweat equity shares) to employees of the Company under any scheme.

ACKNOWLEDGMENTS

Your Directors acknowledge with gratitude the co-operation and assistance received from the Central and State Government authorities. Finally, the Directors express their appreciation for the dedication and commitment with which the employees of the Company at all levels have worked during the period.

For and on behalf of the Board of
PHFL Home Loans and Services Limited

A handwritten signature in black ink, appearing to read 'Hardayal Prasad', written over a horizontal line.

Hardayal Prasad
Chairman
DIN - 08024303

Date: 23.07.2021
Place: Delhi

ANNEXURE

4TH ANNUAL REPORT 2020-21



Form MGT 9
Extracts of Annual return
As 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)

1. Registration and other details:

| | |
|--|---|
| CIN | U67200DL2017PLC322468 |
| Registration Date | August 22, 2017 |
| Name of the Company | PHFL Home Loans and Services Limited |
| Category/Sub Category of the Company | Financial Services |
| Address of the registered office and contact details | Flat No 207 & 209, 2nd Floor, Antriksh Bhawan, 22, Kasturba Gandhi Marg New Delhi 110001 Phone: 011-23445200 |
| Whether Listed Company | No |
| Name, Address and Contact details of Registrar and Transfer Agent, if any | NA |

2. Principal Business Activities of the Company:

All the business activities contributing 10 % or more of the total turnover of the company shall be stated: -

| S. No. | Name and description of main products/services | NIC code of the product/service | % of the total turnover of the Company |
|---------------|---|--|---|
| 1 | Financial Services | Division 64 and 65 | 100% |

3. Particulars of Holding, Subsidiary and Associate Companies

| Sl. No. | Name and address of the Company | CIN/GLN | Holding/ Subsidiary/ Associate | % of shares held | Applicable section |
|----------------|---|-----------------------|---------------------------------------|-------------------------|---------------------------|
| 1. | PNB Housing Finance Limited 9 th Floor, Antriksh Bhawan, 22, K G Marg, New Delhi-110001, Tel: 011-23445200 | L65922DL1988PLC033856 | Holding | 100% | 2(46) |



4. Shareholding pattern (Equity share capital break up as percentage of total equity)

| Category of shareholder | No. of shares held at the beginning of the year (Demat) | | No. of shares held at the end of the year (Demat) | | % change during the year |
|---|---|-----------------|---|-----------------|--------------------------|
| | Number | % age of shares | Number | % age of shares | |
| A. Promoters | | | | | |
| 1) Indian | - | - | - | - | - |
| a) Individual/ HUF | | | | | |
| b) Central Govt | - | - | - | - | - |
| c) State Govt (s) | - | - | - | - | - |
| d) Bodies Corp. | 250000 | 100% | 250000 | 100% | - |
| e) Banks/FI | - | - | - | - | - |
| f) Any Other | - | - | - | - | - |
| Sub-total (A)(1):- | 2,50,000 | 100% | 2,50,000 | 100% | - |
| 2) Foreign | - | - | - | - | - |
| a) NRIs - Individuals | | | | | |
| b) Other Individuals | - | - | - | - | - |
| c) Bodies Corp. | - | - | - | - | - |
| d) Banks / FI | - | - | - | - | - |
| e) Any Other.... | - | - | - | - | - |
| Sub-total (A)(2):- | - | - | - | - | - |
| Total shareholding of promoter (A)=(A)(1)+(A)(2) | 2,50,000 | 100% | 2,50,000 | 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) FII/ Foreign Portfolio Investors | - | - | - | - | - |



| | | | | | |
|--|-----------------|------------|-----------------|------------|----------|
| h) Foreign Venture Capital Funds | - | - | - | - | - |
| l) Others (Alternate Investment Funds) | - | - | - | - | - |
| Sub total (B) (1):- | - | - | - | - | - |
| 2.Non- Institutions | - | - | - | - | - |
| a) Bodies Corp. | | | | | |
| i) Indian | | | | | |
| ii) Overseas | - | - | - | - | - |
| b) Individuals | | | | | |
| i) Individual shareholders holding nominal share capital upto ₹ 1 lac | | | | | |
| ii) Individual shareholders holding nominal share capital in excess of ₹ 1 lac | - | - | - | - | - |
| c) Others (specify) | | | | | |
| • Trusts | - | - | - | - | - |
| • Foreign Nationals | - | - | - | - | - |
| • Hindu Undivided Family | - | - | - | - | - |
| • Foreign Companies# | - | - | - | - | - |
| • Non Resident Indians (Non Repat.) | - | - | - | - | - |
| • Non-Resident Indians (Repat) | - | - | - | - | - |
| • Clearing Member | - | - | - | - | - |
| • NBFCs registered with RBI | - | - | - | - | - |
| • Trust Employee | - | - | - | - | - |
| 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) | 2,50,000 | 100 | 2,50,000 | 100 | - |



ii) Shareholding of promoters:

| Sr. No. | Shareholder's Name | Shareholding at the beginning of the year | | | No. of shares held at the end of the year (D. mat.) | | | % change in holding during the year |
|---------|-----------------------------|---|------------------------------|--|---|------------------------------|--------------------------------------|-------------------------------------|
| | | No. of shares | % of total shares of the Co. | % of total shares encumbered/pledged to total shares | No. of shares | % of total shares of the Co. | % of total shares encumbered/pledged | |
| 1 | PNB Housing Finance Limited | 2,50,000 # | 100% | NA | 2,50,000# | 100% | - | - |

#Six shares are held by nominee shareholders of PNB Housing Finance Limited.

iii. Change in Promoters' shareholding

| Sr. No. | Shareholder's Name | Shareholding at the beginning of the year | | Date wise Increase / decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat) | | | Cumulative shareholding during the year (April 1, 2020 to March 31, 2021) | |
|---------|-----------------------------|---|--------------------------------------|--|-------------------------------------|--------|---|--------------------------------------|
| | | No. of shares | % of the total shares of the Company | Date | Increase / Decrease in shareholding | Reason | No. of shares | % of the total shares of the Company |
| 1 | PNB Housing Finance Limited | 2,50,000 | 100% | - | - | - | 2,50,000 | 100% |

iv. Shareholding of Directors and Key Management Personnel:

| Sr. No. | Name | Shareholding at the beginning of the year | | Date wise Increase / decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat) | | | Cumulative shareholding during the year (April 1, 2020 to March 31, 2021) | |
|---------|-------------------------------|---|--------------------------------------|--|-------------------------------------|-------------------------------|---|--------------------------------------|
| | | No. of shares | % of the total shares of the Company | Date | Increase / Decrease in shareholding | Reason | No. of shares | % of the total shares of the Company |
| 1. | Mr. Hardayal Prasad | 0 | 0.00% | - | 0 | - | 0 | 0.00% |
| 2. | Mr. Ajay Gupta, Director | 1 | 0.00% | - | - | Held as a Nominee shareholder | 1 | 0.00% |
| 3. | Mr. Anshul Bhargava, Director | 1 | 0.00% | - | - | Held as a Nominee shareholder | 1 | 0.00% |



| | | | | | | | | |
|----|-------------------------|---|-------|---|---|-------------------------------|---|-------|
| 4. | Mr. Kapish Jain | 1 | 0.00% | - | - | Held as a Nominee shareholder | 1 | 0.00% |
| 5. | Ms. Deepika Gupta Padhi | 0 | 0.00% | - | - | Held as a Nominee Shareholder | 1 | 0.00% |
| 6. | Mr. Rajan Suri | 0 | 0.00% | - | - | - | 0 | 0.00% |

*Mr. Ajay Gupta ceased to be a director w.e.f 04.06.2020.

*Mr. Kapish Jain ceased to be a director w.e.f 08.12.2020.

5. Indebtedness

| | Secured loans excluding deposits | Unsecured loans | Deposits (including corporate deposits) | inter | Total indebtedness |
|--|----------------------------------|-----------------|---|-------|--------------------|
| At the beginning of the financial year | | | | | |
| I .Principal amount | - | - | - | - | - |
| ii. Interest due but not paid | - | - | - | - | - |
| iii. Interest accrued but not due | - | - | - | - | - |
| Total | - | - | - | - | - |
| Change in indebtedness during the financial year | - | - | - | - | - |
| At the end of the financial year | - | - | - | - | - |
| 1. Principal amount | - | - | - | - | - |
| 2. Interest due but not paid | - | - | - | - | - |
| 3. Interest accrued but not due | - | - | - | - | - |
| Total | - | - | - | - | - |

6. Remuneration of Directors and Key Managerial Personnel

- a. Remuneration to Managing Director, Whole-time Directors and/or Manager: NA
- b. Remuneration to other directors: Nil
- c. Remuneration to key Managerial Personnel other than MD: NA




7. Penalties /Punishment /Compounding of offences: None

| Type | Section of the Companies Act | Brief description | Details of penalty/punishment/comounding fee | Authority (RD/NCLT/ Court) | Appeal made, if any(give details) |
|------------------------------------|------------------------------|-------------------|--|----------------------------|-----------------------------------|
| A.COMPANY | | | | | |
| Penalty | Nil | Nil | Nil | Nil | Nil |
| Punishment | Nil | Nil | Nil | Nil | Nil |
| Compounding | Nil | Nil | Nil | Nil | Nil |
| B.DIRECTORS | | | | | |
| Penalty | Nil | Nil | Nil | Nil | Nil |
| Punishment | Nil | Nil | Nil | Nil | Nil |
| Compounding | Nil | Nil | Nil | Nil | Nil |
| C.OTHER OFFICERS IN DEFAULT | | | | | |
| Penalty | Nil | Nil | Nil | Nil | Nil |
| Punishment | Nil | Nil | Nil | Nil | Nil |
| Compounding | Nil | Nil | Nil | Nil | Nil |

For and on behalf of the Board of
PHFL Home Loans and Services Limited

Date: 23.07.2021
Place: Delhi


Hardayal Prasad
Chairman
DIN - 08024303

**DETAILS OF RELATED PARTY TRANSACTIONS IN FORM AOC- 2
FORM AOC- 2**

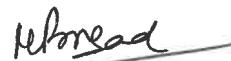
(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arm's length transaction under third proviso is given below:

1. Details of contracts or arrangements not at Arm's length basis: NA
2. Details of material contracts or arrangements or transactions at Arm's length basis are as under:

| Sr. No. | Name of the Party with which the contract is entered into | Nature of Contract/Transaction | Duration of Contract | Salient terms of the contracts or arrangements or transactions including the value, if any | Date of approval at the meeting of the Board | Amount paid as advances, if any |
|---------|---|--------------------------------|-------------------------------------|--|--|---------------------------------|
| 1. | PNB Housing Finance Limited | Rent | As per Lease Agreement | Rent | NA | - |
| 2. | PNB Housing Finance Limited | Fee & Commission expense | As per Agreement/PO/ other document | Fee and Commission | NA | - |
| 3. | PNB Housing Finance Limited | Commission Income | As per Agreement/PO/ other document | Commission income | NA | - |
| 4. | PNB Housing Finance Limited | Outstanding Balance (payable) | As per Agreement/PO/ other document | Outstanding Balance (payable) | NA | - |
| 5. | Punjab National Bank Limited | Bank Charges | As per Agreement/PO/ other document | Bank Charges | NA | - |

For and on behalf of the Board of
PHFL Home Loans and Services Limited



Hardayal Prasad
Chairman
DIN - 08024303

Date: 23.07.2021
Place: Delhi



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|--|--|--|--|-------------------------------|
| | | | | for Cancer patients in Delhi. |
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11. Specify the reason(s), if the Company has failed to spend two percent of the average net profit as per section 135(5) – Not applicable

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|---|---|
| Sd/-  (Director) | Sd/-  (Chairman CSR Committee) |
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