

Annual Return Extracts in MGT 9

Form No. MGT-9

EXTRACT OF ANNUAL RETURN

(as on the financial year ended on 31st March, 2026)

[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:

- i) CIN **U65100TN2009PTC070519**
- ii) Registration date **21st January, 2009**
- iii) Name of the Company **M/s. Clayfin Technologies Private Limited (formerly Vayana Private Limited)**
- iv) Category/ Sub-category of the Company: **Private Limited**
- v) Address of the Registered Office and Contact details:
**10th Floor, Olympia Pinnacle #1, S. No. 69/2A1, 67/1-2A,
New S. No.67/4, Old Mahabalipuram Road,
Okkiam Thuraipakkam, Chennai – 600 096
Mr. S. Sridhar (Head – Finance and Accounts)**
- vi) Whether Listed Company-Yes/No **No**
- vii) Name, Address and Contact details of Registrar and Transfer Agent, if any:
**M/s. Datamatics Financial Services Limited, Plot No. B - 5, Part B
Cross Lane, MIDC, Marol, Andheri East Mumbai- 400 093
Mr. Thukaram Thore Contact No. 022 – 6671 2001**

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	Software Development	62	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -

S. NO	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY / ASSOCIATE	% of shares held	Applicable Section
1	Clayfin Technologies FZ-LLC	NA	Subsidiary	100%	2(46)
2	Visioapps Technology Private Limited	U72502HR2018PTC074137	Subsidiary	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				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									
Indian Individual / HUF	23,86,628	0	23,86,628	25.51	23,86,628	0	23,86,628	25.51	0
Central Govt. State Govt.(s)	0	0	0	0	0	0	0	0	0
Bodies Corporate	0	0	0	0	0	0	0	0	0
Banks/Financial Institutions FI/FII	0	0	0	0	0	0	0	0	0
Any Others	0	0	0	0	0	0	0	0	0
Sub-total (A) (1):-	0	0	0	0	0	0	0	0	0
Foreign	0	0	0	0	0	0	0	0	0
a) NRIs- Individuals	0	0	0	0	0	0	0	0	0
b) Other-Individuals	0	0	0	0	0	0	0	0	0
c) Bodies Corporate	0	0	0	0	0	0	0	0	0
d) Banks/FI	0	0	0	0	0	0	0	0	0
e)Any Others	0	0	0	0	0	0	0	0	0
Sub-total (A) (2):-	0	0	0	0	0	0	0	0	0
Total Shareholding of Promoter A=(A)(1)+(A)(2)	23,86,628	0	23,86,628	25.51	23,86,628	0	23,86,628	25.51	0

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. PUBLIC SHAREHOLDING									
1. Institutions	0	0	0	0	0	0	0	0	0
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks/FI	20,91,646	0	20,91,646	22.36	20,91,646	0	20,91,646	22.36	0
c) Central Govt.	0	0	0	0	0	0	0	0	0
d) State Govt.	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance companies	0	0	0	0	0	0	0	0	0
g) FIs	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
i) Others (specify)	0	0	0	0	0	0	0	0	0
Sub-total (B) (1):-	20,91,646	0	20,91,646	22.36	20,91,646	0	20,91,646	22.36	0
2. Non-Institutions									
(a) Bodies Corporate	0	0	0	0	0	0	0	0	0
(i) Indian	43,09,970	0	43,09,970	46.07	43,09,970	0	43,09,970	46.07	0
(ii) Overseas	0	0	0	0	0	0	0	0	0
b) Individuals									
(i) Individual shareholders holding nominal share capital <u>upto</u> Rs.1 Lakh	43,390	6,625	50,015	0.54	43,390	6,625	50,015	0.54	0
(ii) Individual shareholders holding nominal share capital in <u>excess</u> of Rs.1 Lakh	516,531	0	516,531	5.52	516,531	0	516,531	5.52	0
(iii) Others (specify)	0	0	0	0	0	0	0	0	0
Sub-total (B) (2):-	48,69,891	6,625	48,76,516	52.13	48,69,891	6,625	48,76,516	52.13	0

Total Public Shareholding (B)= (B)(1)+(B)(2)	69,61,537	6,625	69,68,162	74.49	69,61,537	6,625	69,68,162	74.49	0
C. Shares held by custodians for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	93,48,165	6,625	93,54,790	100	93,48,165	6,625	93,54,790	100	

Note: All Equity Shares issued by the Company are in Demat form only and none in physical form

ii. Shareholding of Promoters

Sl. No.	Shareholder's name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in the 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	Sriya Srikrishnan	11,93,314	12.755	Nil	11,93,314	12.755	Nil	0
2	Ramaswamy Narayanan Iyer	11,93,314	12.755	Nil	11,93,314	12.755	Nil	0
	Total	23,86,628	25.51	Nil	23,86,628	25.51	Nil	0

iii. Change in Promoters' shareholding (please specify if there is no change)

Sl.No .			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		23,86,628	25.51	23,86,628	25.51
		Transfer	23,86,628	25.51	23,86,628	25.51
	At the end of the year		23,86,628	25.51	23,86,628	25.51

iv. Shareholding pattern of top ten shareholders (other than Directors, Promoters and holders of ADRs & GDRs):

Sl. No.		Shareholding at the beginning of the year		Cumulative shareholding during the year	
	For each of the top ten shareholders	No. of Shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1	Reliance Strategic Business Ventures Limited	35,93,552	38.41	35,93,552	38.41
2	HDFC Bank Limited	6,87,614	7.35	6,87,614	7.35
3	HDB Financial Services Limited	6,87,614	7.35	6,87,614	7.35
4	Mount Intra Finance Private Limited	7,16,418	7.66	7,16,418	7.66
5	Ratnabali Securities Private Limited	7,16,418	7.66	7,16,418	7.66
6	Chanakya Semlani	45,950	0.49	45,950	0.49
7	Karthikeyan Raman	30,001	0.32	30,001	0.32
8	Rajesh BLN	10,000	0.11	10,000	0.11
9	S Venkateswaran	9,000	0.10	9,000	0.10
10	K Srikanth	7,945	0.08	7,945	0.08
	TOTAL	65,04,512	69.53	65,04,512	69.53
	At the end of the year (or on the date of separation if separated during the year)	65,04,512	69.53	65,04,512	69.53

v. Shareholding of Directors or Key Managerial Personnel:

Sl.No.		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
	For each of the top ten shareholders				
1	Ramaswamy Narayanan Iyer	11,93,314	12.76	11,93,314	12.76
2	Marti Gurunath Subrahmanyam	96,625	1.03	96,625	1.03
3	Kannan Ramasamy	3,43,955	3.68	3,43,955	3.68
4	Rajesh BLN	10,000	0.11	10,000	0.11
	TOTAL	16,43,894	17.57	16,43,894	17.57
	At the end of the year	16,43,894	17.57	16,43,894	17.57

V. INDEBTEDNESS

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits (Overdraft)*	Total Indebtedness
	(Rupees)			
Indebtedness at the beginning of the financial year				
Principal Amount	Nil	Nil	Nil	Nil
Interest due but not paid	Nil	Nil	Nil	Nil
Interest accrued but not due	Nil	Nil	Nil	Nil
Total (i+ii+iii)	Nil	Nil	Nil	Nil
Change in Indebtedness during the financial year				
Addition	Nil	Nil	Nil	Nil
Reduction	Nil	Nil	Nil	Nil
Net Change				
Indebtedness at the end of the financial year				
Principal Amount	Nil	Nil	Nil	Nil
Interest due but not paid	Nil	Nil	Nil	Nil
Interest accrued but not due	Nil	Nil	Nil	Nil
Total (i+ii+iii)	Nil	Nil	Nil	Nil

*The Company has an overdraft facility with HDFC Bank with a sanctioned limit of Rs.2.50 crores as on 31st March, 2026.

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

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

Sl. no.	Particulars of Remuneration	Name of MD/WTD/Manager	
		Kannan Ramasamy	Total Amount
1.	Gross salary (INR)		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	0	0
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	0	0
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	0	0
2.	Stock Option	0	0
3.	Sweat Equity	0	0
4.	Commission-as % of profit-others, specify...	0	0
5.	Others, please specify	0	0
	Total (A)	0	0
	Ceiling as per the Act	NA	NA

B. Remuneration to other directors:

Sl. no.	Particulars of Remuneration	Name of Directors	Total Amount
	1. Independent Directors		
	• Fee for attending board committee meetings	0	0
	• Commission	0	0
	• Others, please specify	0	0
	Total (1)	0	0
		Marti G. Subrahmanyam	
	2. Other Non-Executive Directors		
	• Fee for attending board/committee meetings	3,80,000	3,80,000
	• Commission	0	0
	• Others	0	0
	Total (2)	3,80,000	3,80,000
	Total (B)=(1+2)	3,80,000	3,80,000
	Total Managerial Remuneration (INR)	3,80,000	3,80,000
	Overall Ceiling as per the Act	NA	NA

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

Sl. no.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	COMPANY SECRETARY	CFO	TOTAL
1.	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	1,78,43,100	0	0	1,78,43,100
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	0	0	0	0
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	0	0	0	0
2.	Stock Option	0	0	0	0
3.	Sweat Equity	0	0	0	0
4.	Commission as % of profit-others, specify...	0	0	0	0
5.	Others, please specify	0	0	0	0
	Total	1,78,43,100	0	0	1,78,43,100

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

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	NA	Nil	Nil	Nil	Nil
Punishment	NA	Nil	Nil	Nil	Nil
Compounding	NA	Nil	Nil	Nil	Nil
B. Directors					
Penalty	NA	Nil	Nil	Nil	Nil
Punishment	NA	Nil	Nil	Nil	Nil
Compounding	NA	Nil	Nil	Nil	Nil
C. Other Officers in default					
Penalty	NA	Nil	Nil	Nil	Nil

Punishment	NA	Nil	Nil	Nil	Nil
Compounding	NA	Nil	Nil	Nil	Nil

By order of the Board
For **CLAYFIN TECHNOLOGIES PRIVATE LIMITED**

Kannan Ramasamy
 Director
 Andover (MA)
 Date : 25-08-2026

Ramaswamy N Iyer
 Director
 Pune
 Date : 25-08-2026