

Ref. No.: CIFL/BSE/2022-23/07

Friday, April 15, 2022

To,  
Manager-Listing  
**BSE Limited**,  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai – 400 001

**Sub.: Intimation pursuant to Regulation 30 & 51 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 by Capital India Finance Limited**

Dear Sir/Madam,

In compliance with the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), we, Capital India Finance Limited ("Company"), would like to inform that:

1. the Nomination & Remuneration Committee of the Company, in its meeting held on April 14, 2022, had approved the grant of 25,000 (Twenty Five Thousand) employee stock options to the eligible employee(s) of the Company under CIFL Employee Stock Option Plan 2018 ("ESOP 2018") at an exercise price of INR 90 (Indian Rupees Ninety only) per option; and
2. the Board of Directors of Rapipay Fintech Private Limited ("Rapipay"), a material subsidiary of the Company, in its meeting held on April 14, 2022, had considered and approved the proposal for acquisition of 100% Equity Share Capital of Kuants Wealth Private Limited ("Kuants"), a private limited company within the meaning of the provisions of the Companies Act, 2013. Subsequent to the said acquisition, Kuants shall become the wholly-owned subsidiary of Rapipay and step-down subsidiary of the Company.

The information required to be submitted in terms of Regulation 30 of the Listing Regulations read with circular no. CIR/CFD/CMD/4/2015 dated September 9, 2015 issued by the Securities and Exchange Board of India, for the intimations set out in point 1 and 2 above, are enclosed herewith as **Annexure – A** and **Annexure – B**, respectively.

Kindly take the above information on your record and oblige.

Thanking You,

For Capital India Finance Limited



  
**Rachit Malhotra**  
Company Secretary & Compliance Officer  
Membership No.: A39894

Encl.: As above

Corporate office :  
Level - 20, Birla Aurora,  
Dr. Annie Besant Road,  
Worli, Mumbai,  
Maharashtra- 400030

Registered Office :  
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**Information in terms of Regulation 30 of the Listing Regulations read with circular no. CIR/CFD/CMD/4/2015 dated September 9, 2015 issued by the Securities and Exchange Board of India**

Sr. No.	Particulars	Details/Information	
1.	Brief details of options granted	25,000 (Twenty Five Thousand) options granted on April 14, 2022	
2.	Whether the scheme is in terms of SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021	Yes	
3.	Total number of shares covered by these options	25,000 (Twenty Five Thousand) equity shares having face value of INR 10 (Indian Rupees Ten only) each (each stock option upon exercise is convertible into 1 (one) equity share of Company)	
4.	Pricing formula/Exercise price	INR 90 (Indian Rupees Ninety only) per option	
5.	Options vested/vesting schedule	<b>Year of Vesting</b>	<b>% of Vesting</b>
		1 <sup>st</sup> anniversary from the date of grant	25% of options granted
		2 <sup>nd</sup> anniversary from the date of grant	25% of options granted
		3 <sup>rd</sup> anniversary from the date of grant	25% of options granted
		4 <sup>th</sup> anniversary from the date of grant	25% of options granted
6.	Time within which options may be exercised	5 (Five) years from the date of vesting of options	
7.	Options exercised	Nil	
8.	Money realized by exercise of options	N.A.	
9.	The total number of shares arising as a result of exercise of option	N.A.	
10.	Options lapsed	18,22,500 (Eighteen Lakhs Twenty Two Thousand Five Hundred) options had been lapsed till the date of this grant under the ESOP 2018	
11.	Variation of terms of options	N.A.	
12.	Brief details of significant terms	<p>The ESOP 2018 contemplates grant of options to the eligible employee(s) of the Company. After vesting of options, the eligible employee(s) earns a right (but not an obligation) to exercise the vested options within the exercise period and obtain equity shares of the Company subject to payment of exercise price and satisfaction of any tax obligation arising thereon.</p> <p>Apart from grant of options as stated in Clause 1 above, no monetary benefits are contemplated under ESOP 2018.</p>	
13.	Subsequent changes or cancellation or exercise of such options	N.A.	
14.	Diluted earnings per share pursuant to issue of equity shares on exercise of options	N.A.	

  


**Information in terms of Regulation 30 of the Listing Regulations read with circular no. CIR/CFD/CMD/4/2015 dated September 9, 2015 issued by the Securities and Exchange Board of India**

Sr. No.	Particulars	Information								
1.	Name of the target entity, details in brief such as size, turnover, etc.	<p>Kuants Wealth Private Limited ("Kuants")</p> <p>Authorised Share Capital: INR 5,00,00,000 (Indian Rupees Five Crore only)</p> <p>Paid-up Share Capital: INR 3,03,00,000 (Indian Rupees Three Crore Three Lakhs only)</p> <p>Kuants is in the development stage and is yet to commence its operations in the field of mutual fund distribution.</p>								
2.	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arms length"	<p>Yes. Kuants is the wholly-owned subsidiary of Capital India Corp Private Limited, the holding company of the Company, and therefore, the aforesaid transaction by Rapipay Fintech Private Limited ("Rapipay") for acquisition of Kuants is a related party transaction.</p> <p>Yes, the transaction by Rapipay is being done at arms length basis.</p>								
3.	Industry to which the entity being acquired belongs	Information Technology (IT) / Mutual Fund Distribution								
4.	Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity)	Rapipay Fintech Private Limited is technology driven company and it will use its technology, know-how to assist Kuants for carrying out its business of mutual fund distribution and thereby expanding the portfolio of Rapipay.								
5.	Brief details of any governmental or regulatory approvals required for the acquisition	N.A.								
6.	Indicative time period for completion of the acquisition	On or before May 06, 2022								
7.	Nature of consideration - whether cash consideration or share swap and details of the same	Cash consideration								
8.	Cost of acquisition or the price at which the shares are acquired	INR 14,06,52,600 (Indian Rupees Fourteen Crore Six Lakh Fifty Two Thousand Six Hundred only)								
9.	Percentage of shareholding / control acquired and / or number of shares acquired	100% (One Hundred Percentage) is being acquired by Rapipay								
10.	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief)	<p>Kuants is a private limited company incorporated under the provisions of the Companies Act, 2013 on September 14, 2017 and has a Mutual Fund Distribution registration with Association of Mutual Funds in India for carrying on the business of distribution of mutual fund in India.</p> <p>Turnover of Kuants for last three years:</p> <table border="1"> <thead> <tr> <th>Period</th> <th>Turnover in INR Lakhs</th> </tr> </thead> <tbody> <tr> <td>Financial Year ending March 31, 2021</td> <td>NIL</td> </tr> <tr> <td>Financial Year ending March 31, 2020</td> <td>NIL</td> </tr> <tr> <td>Financial Year ending March 31, 2019</td> <td>NIL</td> </tr> </tbody> </table>	Period	Turnover in INR Lakhs	Financial Year ending March 31, 2021	NIL	Financial Year ending March 31, 2020	NIL	Financial Year ending March 31, 2019	NIL
Period	Turnover in INR Lakhs									
Financial Year ending March 31, 2021	NIL									
Financial Year ending March 31, 2020	NIL									
Financial Year ending March 31, 2019	NIL									

*Handwritten signature*

