

Annexure D

Form No. MGT-9

EXTRACT OF ANNUAL RETURN

as on the Financial Year ended on March 31, 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:

- i) CIN: U65990MH1991PLC060670
- ii) Registration Date: March 8, 1991
- iii) Name of the Company: Tata Capital Limited
- iv) Category of the Company: Company Limited by shares
Sub-category of the Company: Indian Non-Government Company
- v) Address of the Registered Office and contact details:
11th Floor, Tower A, Peninsula Business Park, Ganpatrao Kadam Marg, Lower Parel, Mumbai – 400013
Contact details:
Telephone Number: 022 6606 9000
E-mail id: avan.doomasia@tatacapital.com
- vi) Whether listed company: Yes. As per Section 2(52) of the Companies Act, 2013, the Company is considered as a listed company since its debentures are listed on the National Stock Exchange of India Limited.
- vii) Name, Address and Contact details of Registrar and Transfer Agent, if any
- a) Registrar and Transfer Agent for the Company's Equity Shares, Preference Shares and Non Convertible Debentures
- Name : TSR Darashaw Consultants Private Limited
(formerly known as TSR Darashaw Limited)
- Address : 6-10, Haji Moosa Patrawala Industrial Estate,
Near Famous Studio, 20, Dr. E Moses Road,
Mahalaxmi, Mumbai – 400011, Maharashtra, India
- Contact Details : Mr. Deepak Tambe
Phone No.: 022-66178554
E-mail id: dtambe@tsrdarashaw.com

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:

Sr. No.	Name and Description of main products / services	NIC Code of the Product / service	% to total turnover of the company
1	Investment Activity	64200	60%
2	Private Equity Investments	66309; 66190	26%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of Shares Held	Applicable Section
1	Tata Sons Private Limited Bombay House, 24, Homi Mody Street, Mumbai – 400001	U99999MH1917PTC000478	Holding	94.55	Section 2(46)
2.	Tata Capital Financial Services Limited 11 th Floor, Tower A, Peninsula Business Park, Ganpatrao Kadam Marg, Lower Parel, Mumbai – 400013	U67100MH2010PLC210201	Subsidiary	100	Section 2(87)
3.	Tata Capital Housing Finance Limited 11 th Floor, Tower A, Peninsula Business Park, Ganpatrao Kadam Marg, Lower Parel, Mumbai – 400013	U67190MH2008PLC187552	Subsidiary	100	Section 2(87)
4	Tata Cleantech Capital Limited 11 th Floor, Tower A, Peninsula Business Park, Ganpatrao Kadam Marg, Lower Parel, Mumbai – 400013	U65923MH2011PLC222430	Subsidiary	80.50	Section 2(87)
5	Tata Securities Limited 11 th Floor, Tower A, Peninsula Business Park, Ganpatrao Kadam Marg, Lower Parel, Mumbai – 400013	U67120MH1994PLC080918	Subsidiary	100	Section 2(87)
6.	Tata Capital Pte. Limited 72 Anson Road #12-02, Anson House, Singapore 079911	N.A.	Subsidiary	100	Section 2(87)
7.	Tata Capital Markets Pte. Limited 72 Anson Road #12-02, Anson House, Singapore 079911	N.A.	Subsidiary	100	Section 2(87)
8.	Tata Capital Advisors Pte. Limited 72 Anson Road #12-02, Anson House, Singapore 079911	N.A.	Subsidiary	100	Section 2(87)
9.	Tata Capital Plc 30 Millbank, London, SW1P 4WY, England, United Kingdom	N.A.	Subsidiary	100	Section 2(87)
10.	Tata Capital General Partners LLP 72 Anson Road #12-02, Anson House, Singapore 079911	N.A.	Subsidiary	80	Section 2(87)

Sr. No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of Shares Held	Applicable Section
11.	Tata Capital Healthcare General Partners LLP 72 Anson Road #12-02, Anson House, Singapore 079911	N.A.	Subsidiary	100	Section 2(87)
12.	Tata Opportunities General Partners LLP 72 Anson Road #12-02, Anson House, Singapore 079911	N.A.	Subsidiary	90	Section 2(87)
13.	Tata Capital Growth II General Partners LLP 72 Anson Road #12-02, Anson House, Singapore 079911	N.A.	Subsidiary	80	Section 2(87)
14.	Tata Capital Healthcare II General Partners LLP 72 Anson Road #12-02, Anson House, Singapore 079911	N.A.	Subsidiary	100	Section 2(87)
15.	Tata Capital Opportunities II General Partners LLP 72 Anson Road #12-02, Anson House, Singapore 079911	N.A.	Subsidiary	100	Section 2(87)
16.	Tata Autocomp Systems Limited TACO House, Plot No. - 20/B FPN085, V.G. Damle Path, Off Law College Road, Erandwane, Pune, Maharashtra 411004	U34100PN1995PLC158999	Associate	24	Section 2(6)
17.	Tata Capital Growth Fund I 11 th Floor, Tower A, Peninsula Business Park, Ganpatrao Kadam Marg, Lower Parel, Mumbai – 400013	N.A.	Subsidiary	73.75	Though a Trust would not be considered as a body corporate under the Companies Act, 2013, these have been disclosed as a measure of good governance.
18.	Tata Capital Growth Fund II 11 th Floor, Tower A, Peninsula Business Park, Ganpatrao Kadam Marg, Lower Parel, Mumbai – 400013	N.A.	Subsidiary	Control based	
19.	Tata Capital Healthcare Fund I 11 th Floor, Tower A, Peninsula Business Park, Ganpatrao Kadam Marg, Lower Parel, Mumbai – 400013	N.A.	Subsidiary	32.17	

Sr. No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of Shares Held	Applicable Section
20.	Tata Capital Healthcare Fund II 11 th Floor, Tower A, Peninsula Business Park, Ganpatrao Kadam Marg, Lower Parel, Mumbai – 400013	N.A.	Subsidiary	Control based	
21.	Tata Capital Opportunities II Alternative Investment Fund 11 th Floor, Tower A, Peninsula Business Park, Ganpatrao Kadam Marg, Lower Parel, Mumbai – 400013	N.A.	Subsidiary	Control based	
22.	Tata Capital Special Situations Fund Tata Trustee Company Limited, Mafatlal Centre, 9 th Floor, Nariman Point, Mumbai – 400021	N.A.	Subsidiary	28.20	
23.	Tata Capital Innovations Fund 11 th Floor, Tower A, Peninsula Business Park, Ganpatrao Kadam Marg, Lower Parel, Mumbai – 400013	N.A.	Subsidiary	27.69	
24.	TCL Employee Welfare Trust 11 th Floor, Tower A, Peninsula Business Park, Ganpatrao Kadam Marg, Lower Parel, Mumbai – 400013	N.A.	Subsidiary	N.A.	In accordance with Indian Accounting Standard (“Ind AS”) 110
25.	Tata Technologies Limited Plot No 25, Rajiv Gandhi Infotech Park, Hinjawadi, Pune, Maharashtra 411057	U72200PN1994PLC013313	Associate	4.48	In accordance with Ind AS 28
26.	Novalead Pharma Private Limited Plot No-05, Third Floor, Ram Indu Park, Survey No-131/1B/2/11, Baner Taluka Haveli, Pune, Maharashtra 411045	U73100PN2007PTC130929	Associate	20.34	In accordance with Ind AS 28
27.	Shriji Polymers (India) Limited 8 & 9, Industrial Area, Maxi Road, Ujjain Madhya Pradesh 456010	U51102MP1996PLC011027	Associate	2.60	In accordance with Ind AS 28

Sr. No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of Shares Held	Applicable Section
28.	Vortex Engineering Private Limited Module No.6B, Sixth Floor, IIT Madras Research Park Kanagam Road, Taramani Chennai, Tamil Nadu 600113	U29262TN2001PTC046779	Associate	18.49	In accordance with Ind AS 28
29.	Pluss Advanced Technologies Private Limited 101, Anupam Apartments, MB Road, Delhi 110068	U74899DL1993PTC056680	Associate	36.61	In accordance with Ind AS 28
30.	Sea6 Energy Private Limited 1 st Floor, Centre for Cellular and Molecular Platforms, NCBS-TIFR,GKVK Post, Bellary Road Bangalore, Karnataka 560065	U40102KA2010PTC081073	Associate	29.58	In accordance with Ind AS 28
31.	Alef Mobitech Solutions Private Limited B-11, 2 nd Floor, Art Guild House, Phoenix Market City, L.B.S. Road, Kurla (West) Mumbai 400070	U72900MH2014FTC33033	Associate	25.70	In accordance with Ind AS 28
32.	Tema India Limited Hamilton House, 3rd floor, J. N. Heredia Marg, Ballard Estate, Mumbai - 400038	U29192MH1984PLC034861	Associate	0.01	In accordance with Ind AS 28
33.	Kapsons Industries Private Limited Unit No. 2, C/O Kapsons Industries Limited G.T.Road, Suranussi, Jalandhar 144001 Punjab	U31909PB1987PTC007303	Associate	0.01	In accordance with Ind AS 28
34.	TVS Supply Chain Solutions Limited 10, Jawahar Road, Chokkikulam, Madurai Tamil Nadu 625002	U63011TN2004PLC054655	Associate	0.63	In accordance with Ind AS 28
35.	Fincare Business Services Limited 79/7, 3 rd Floor, K. No.1202, Bellandur, Varthur Hobli, Bengaluru 560102	U74900KA2014PLC075614	Associate	0.78	In accordance with Ind AS 28

Sr. No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of Shares Held	Applicable Section
36.	Shriram Properties Limited Lakshmi Neela Rite Choice Chamber, New No.9 - Bazullah Road, T Nagar, Chennai 600017, Tamil Nadu	U72200TN2000PLC044560	Associate	1.50	In accordance with Ind AS 28
37.	Tata Projects Limited Mithona Towers-1, 1-7-80 to 87, Prenderghast Road, Secunderabad Hyderabad TG 500003	U45203TG1979PLC057431	Associate	2.21	In accordance with Ind AS 28
38.	Tata Sky Limited Unit 301 to 305, 3rd Floor, Windsor, Off C.S.T. Road, Kalina, Santacruz (East) Mumbai-400098	U92120MH2001PLC130365	Associate	0.72	In accordance with Ind AS 28
39.	Roots Corporation Limited Godrej and Boyce Complex, Gate No. 8, Plant No. 13, Office Building, Vikhroli (East) Mumbai-400079	U55100MH2003PLC143639	Associate	2.43	In accordance with Ind AS 28

IV. 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/HUF	-	-	-	-	-	-	-	-	-
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	3,12,85,05,090	-	3,12,85,05,090	94.23	3,32,45,83,520	-	3,32,45,83,520	94.55	0.32
e) Banks / Financial Institution	-	-	-	-	-	-	-	-	-
f) Any Other....	-	-	-	-	-	-	-	-	-
Sub-total (A)(1):-	3,12,85,05,090	-	3,12,85,05,090	94.23	3,32,45,83,520	-	3,32,45,83,520	94.55	0.32
(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)	3,12,85,05,090	-	3,12,85,05,090	94.23	3,32,45,83,520	-	3,32,45,83,520	94.55	0.32

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									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	-	-	-	-	-	-	-	-	-
(2) Non-Institutions									
a) Bodies Corp.									
i) Indian	11,67,21,517	-	11,67,21,517	3.52	11,67,21,517	-	11,67,21,517	3.32	(0.20)
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual shareholders holding nominal share capital upto ₹ 1 lakh	27,90,175	-	27,90,175	0.08	25,37,345	-	25,37,345	0.07	(0.01)
ii) Individual shareholders holding nominal share capital in excess of ₹ 1 lakh	2,15,01,900	-	2,15,01,900	0.65	2,03,14,336	-	2,03,14,336	0.58	(0.07)
c) Others									
i) TCL Employee Welfare Trust (ESOP Trust)	5,02,45,050	-	5,02,45,050	1.51	5,17,49,194	-	5,17,49,194	1.47	(0.04)
ii) Non-Resident Indian	3,25,582	-	3,25,582	0.01	2,61,832	-	2,61,832	0.01	-
Sub-total (B)(2):-	19,15,84,224	-	19,15,84,224	5.77	19,15,84,224	-	19,15,84,224	5.45	(0.32)
Total Public Shareholding (B)=(B)(1)+(B)(2)	19,15,84,224	-	19,15,84,224	5.77	19,15,84,224	-	19,15,84,224	5.45	(0.32)
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	3,32,00,89,314	-	3,32,00,89,314	100.00	3,51,61,67,744	-	3,51,61,67,744	100.00	-

(ii) Shareholding of Promoters (Equity Share Capital)

Sr. No.	Shareholder's 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.	Tata Sons Private Limited	3,12,85,05,090	94.23	-	3,32,45,83,520	94.55	-	0.32
	Total	3,12,85,05,090	94.23	-	3,32,45,83,520	94.55	-	0.32

(iii) Change in Promoters' Shareholding (Equity Share Capital) (please specify, if there is no change)

During FY 2019-20, the Company had allotted 19,60,78,430 Equity Shares of ₹ 10/- each at a premium of ₹ 41 per Equity Share, aggregating upto ₹ 1,000 crore, on a preferential and/or private placement basis, as under:

Sr. No.	Name	Shareholding		Date	Increase/ Decrease in shareholding	Reason	Cumulative Shareholding during the year (1.4.2019 to 31.3.2020)	
		No. of Shares at the beginning (1.4.2019)/ end of the year (31.3.2020)	% of total shares of the Company				No. of Shares	% of total shares of the Company
1	Tata Sons Private Limited	3,12,85,05,090	94.23	April 1, 2019	–	–	3,12,85,05,090	94.23
				December 20, 2019	14,70,58,823	Allotment	3,27,55,63,913	94.47
				December 26, 2019	4,90,19,607	Allotment	3,32,45,83,520	94.55
		3,32,45,83,520	94.55	March 31,2020			3,32,45,83,520	94.55

(iv) Shareholding Pattern (Equity Share Capital) of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs)

Sr. No.	Name	Shareholding		Date	Increase/ Decrease in shareholding	Reason	Cumulative Shareholding during the year (1.4.2019 to 31.3.2020)	
		No. of Shares at the beginning (1.4.2019)/end of the year (31.3.2020)	% of total shares of the Company				No. of Shares	% of total shares of the Company
1	Tata Investment Corporation Limited	7,71,96,591	2.32	April 1, 2019	–	–	7,71,96,591	2.32
						Nil movement during the year		
		7,71,96,591	2.20	March 31,2020			7,71,96,591	2.20
2	H. N. Sinor, Shuva Mandal and Kamlesh Parekh Trustees of TCL Employee Welfare Trust	5,02,45,050	1.51	April 1, 2019	–	–	5,02,45,050	1.51
				April 10, 2019	44,959	Purchase	5,02,90,009	1.51
				May 8, 2019	(4,01,889)	Transfer	4,98,88,120	1.50
				May 17, 2019	88,750	Purchase	4,99,76,870	1.51
				May 24, 2019	14,58,580	Purchase	5,14,35,450	1.55
				June 26, 2019	2,30,780	Purchase	5,16,66,230	1.56
				July 8, 2019	(3,63,834)	Transfer	5,13,02,396	1.55
				July 11, 2019	75,889	Purchase	5,13,78,285	1.55
				August 8, 2019	21,281	Purchase	5,13,99,566	1.55
				September 19, 2019	51,391	Purchase	5,14,50,957	1.55
				September 19, 2019	(1,15,764)	Transfer	5,13,35,193	1.55
				November 4, 2019	1,63,882	Purchase	5,14,99,075	1.55
				December 10, 2019	42,286	Purchase	5,15,41,361	1.55
				January 3, 2020	1,49,646	Purchase	5,16,91,007	1.47
				February 7, 2020	77,734	Purchase	5,17,68,741	1.47
		March 3, 2020	(78,950)	Transfer	5,16,89,791	1.47		
		March 18, 2020	59,403	Purchase	5,17,49,194	1.47		
		5,17,49,194	1.47	March 31,2020			5,17,49,194	1.47

Sr. No.	Name	Shareholding		Date	Increase/ Decrease in shareholding	Reason	Cumulative Shareholding during the year (1.4.2019 to 31.3.2020)	
		No. of Shares at the beginning (1.4.2019)/end of the year (31.3.2020)	% of total shares of the Company				No. of Shares	% of total shares of the Company
3	Cyrus Investments Private Limited	1,29,78,905	0.39	April 1, 2019	–	–	1,29,78,905	0.39
						Nil movement during the year		
		1,29,78,905	0.37	March 31, 2020			1,29,78,905	0.37
4	Sterling Investment Corporation Private Limited	1,29,78,905	0.39	April 1, 2019	–	–	1,29,78,905	0.39
						Nil movement during the year		
		1,29,78,905	0.37	March 31, 2020			1,29,78,905	0.37
5	Tata Motors Limited	43,26,651	0.13	April 1, 2019	–	–	43,26,651	0.13
						Nil movement during the year		
		43,26,651	0.12	March 31, 2020			43,26,651	0.12
6	Tata Chemicals Limited	32,30,859	0.10	April 1, 2019	–	–	32,30,859	0.10
						Nil movement during the year		
		32,30,859	0.09	March 31, 2020			32,30,859	0.09
7	Af-Taab Investment Company Limited	23,33,070	0.07	April 1, 2019	–	–	23,33,070	0.07
						Nil movement during the year		
		23,33,070	0.07	March 31, 2020			23,33,070	0.07
8	Tata Industries Limited	22,72,346	0.07	April 1, 2019	–	–	22,72,346	0.07
						Nil movement during the year		
		22,72,346	0.06	March 31, 2020			22,72,346	0.06
9	Ratan Naval Tata	12,34,861	0.04	April 1, 2019	–	–	12,34,861	0.04
						Nil movement during the year		
		12,34,861	0.04	March 31, 2020			12,34,861	0.04
10	Noel Naval Tata	11,48,570	0.03	April 1, 2019	–	–	11,48,570	0.03
						Nil movement during the year		
		11,48,570	0.03	March 31, 2020			11,48,570	0.03

(v) **Shareholding(Equity Share)of Directors and Key Managerial Personnel**

Sr. No.	Name	Shareholding		Date	Increase/ Decrease in shareholding	Reason	Cumulative Shareholding during the year (1.4.2019 to 31.3.2020)	
		No. of Shares at the beginning (1.4.2019)/ end of the year (31.3.2020)	% of total shares of the Company				No. of Shares	% of total shares of the Company
1	Mr. F. N. Subedar (Non - Executive Director)	2,43,716	0.01	April 1, 2019	-	-	2,43,716	0.01
						Nil movement during the year		
		2,43,716	0.01	March 31, 2020			2,43,716	0.01
2	Mr. Puneet Sharma (former Chief Financial Officer)*	2,46,050	0.01	April 1, 2019	-	-	2,46,050	0.01
				March 3, 2020	78,950	ESOP Allotment	3,25,000	0.01
		3,25,000	0.01	March 31, 2020			3,25,000	0.01
3	Mr. Rakesh Jagdish Bhatia (Chief Financial Officer) #	50,151	0.00	April 1, 2019	-	-	50,151	0.00
						Nil movement during the year		
		50,151	0.00	March 31, 2020			50,151	0.00
4	Ms. Avan Doomasia (Company Secretary)	1,69,305	0.01	April 1, 2019	-	-	1,69,305	0.01
						Nil movement during the year		
		1,69,305	0.00	March 31, 2020			1,69,305	0.00

*Mr. Puneet Sharma, resigned as the Chief Financial Officer of the Company, with effect from the end of day on February 16, 2020.

Mr. Rakesh Bhatia was appointed as the Chief Financial Officer of the Company, with effect from March 2, 2020.

V. SHAREHOLDING PATTERN (Preference Share Capital breakup as percentage of Total Preference Capital)

(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/HUF	-	-	-	-	-	-	-	-	-
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	-	-	-	-	-	-	-	-	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any Other....	-	-	-	-	-	-	-	-	-
Sub-total (A)(2):-	-	-	-	-	-	-	-	-	-
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	-	-	-	-	-	-	-	-	-

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									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	2,10,000	-	2,10,000	1.16	10,000	-	10,000	0.07	(1.09)
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	2,00,000	-	2,00,000	1.10	-	-	-	-	(1.10)
g) FIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	4,10,000	-	4,10,000	2.26	10,000	-	10,000	0.07	(2.19)
(2) Non-Institutions									
a) Bodies Corp.									
i) Indian	81,76,854	-	81,76,854	45.17	71,36,620	-	71,36,620	48.64	3.47
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual shareholders holding nominal share capital upto ₹ 1 lakh	11,300	-	11,300	0.06	3,500	-	3,500	0.02	(0.04)
ii) Individual shareholders holding nominal share capital in excess of ₹ 1 lakh	86,61,704	-	86,61,704	47.85	66,89,205	-	66,89,205	45.59	(2.26)
c) Others									
(i) Trust	3,80,833	-	3,80,833	2.10	1,82,500	-	1,82,500	1.24	(0.86)
(ii) Club	8,400	-	8,400	0.05	5,000	-	5,000	0.03	(0.02)
(iii) Clearing Member	21,700	-	21,700	0.12	-	-	-	-	(0.12)
(iv) Hindu Undivided Family	3,86,292	-	3,86,292	2.13	4,17,675	-	4,17,675	2.85	0.72
(v) Non-Resident Indian	45,983	-	45,983	0.25	2,27,500	-	2,27,500	1.55	1.30
Sub-total (B)(2):-	1,76,93,066	-	1,76,93,066	97.74	1,46,62,000	-	1,46,62,000	99.93	2.19
Total Public Shareholding (B)=(B)(1)+(B)(2)	1,81,03,066	-	1,81,03,066	100	1,46,72,000	-	1,46,72,000	100	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	1,81,03,066	-	1,81,03,066	100.00	1,46,72,000	-	1,46,72,000	100.00	-

(ii) **Shareholding (Preference Shares) of Promoters – NIL**

(iii) **Change in Promoters' Shareholding (Preference Shares) (please specify, if there is no change) – NIL**

(iv) Shareholding Pattern of top ten Shareholders (Preference Shares) (other than Directors, Promoters and Holders of GDRs and ADRs)

Sr. No.	Name	Shareholding		Date	Increase/ Decrease in shareholding	Reason	Cumulative Shareholding during the year (1.4.2019 to 31.3.2020)	
		No. of Shares at the beginning (1.4.2019)/ end of the year (31.3.2020)	% of total shares of the Company				No. of Shares	% of total shares of the Company
1	Shree Cement Limited	17,50,000	9.67	April 1, 2019	–	–	17,50,000	9.67
				August 8, 2019	(4,00,000)	Redemption of Preference Shares due to exercise of Call Option by the Company.	13,50,000	9.76
		13,50,000	9.20	March 31, 2020			13,50,000	9.20
2	Wipro Enterprises Private Limited	6,66,666	3.68	April 1, 2019	–	–	6,66,666	3.68
				September 18, 2019	4,50,000	Allotment	11,16,666	7.27
				October 21, 2019	(1,66,666)	Maturity	9,50,000	6.26
		9,50,000	6.47	March 31, 2020			9,50,000	6.47
3	Voltas Limited	5,00,000	2.76	April 1, 2019	–	–	5,00,000	2.76
						Nil movement during the year		
		5,00,000	3.41	March 31, 2020			5,00,000	3.41
4	Balkrishna Industries Limited	4,80,000	2.65	April 1, 2019	–	–	4,80,000	2.65
						Nil movement during the year		
		4,80,000	3.27	March 31, 2020			4,80,000	3.27
5	Hindustan Composites Limited	2,97,000	1.64	April 1, 2019	–	–	2,97,000	1.64
				–	50,000	Purchase	3,47,000	2.37
		3,47,000	2.37	March 31, 2020			3,47,000	2.37
6	International Tractors Limited	4,33,700	2.40	April 1, 2019	–	–	4,33,700	2.40
				August 9, 2019	(1,33,700)	Maturity	3,00,000	2.04
		3,00,000	2.04	March 31, 2020			3,00,000	2.04
7	G M Breweries Limited	2,16,000	1.19	April 1, 2019	–	–	2,16,000	1.19
				–	15,000	Purchase	2,31,000	1.57
		2,31,000	1.57	March 31, 2020			2,31,000	1.57
8	Dhano B. Vaswani	33,800	0.19	April 1, 2019	–	–	33,800	0.19
				June 27, 2019	1,63,000	Allotment	1,96,800	1.04
				August 9, 2019	(30,800)	Maturity	1,66,000	1.25
				August 28, 2019	50,000	Allotment	2,16,000	1.53
				October 21, 2019	(3,000)	Maturity	2,13,000	1.39
		2,13,000	1.45	March 31, 2020			2,13,000	1.45

Sr. No.	Name	Shareholding		Date	Increase/ Decrease in shareholding	Reason	Cumulative Shareholding during the year (1.4.2019 to 31.3.2020)	
		No. of Shares at the beginning (1.4.2019)/ end of the year (31.3.2020)	% of total shares of the Company				No. of Shares	% of total shares of the Company
9	Aptech Limited	2,00,000	1.10	April 1, 2019	–	–	2,00,000	1.10
						Nil movement during the year		
		2,00,000	1.36	March 31, 2020			2,00,000	1.36
10	Meghana Gopalakrishnan	2,00,000	1.10	April 1, 2019	–	–	2,00,000	1.10
						Nil movement during the year		
		2,00,000	1.36	March 31, 2020			2,00,000	1.36

(v) Shareholding (Preference Shares) of Directors and Key Managerial Personnel

Sr. No.	Name	Shareholding		Date	Increase/ Decrease in shareholding	Reason	Cumulative Shareholding during the year (1.4.2019 to 31.3.2020)	
		No. of Shares at the beginning (1.4.2019)/ end of the year (31.3.2020)	% of total shares of the Company				No. of Shares	% of total shares of the Company
1	Mr. Farokh Nariman Subedar (Director)	5,000	0.03	April 1, 2019	–	–	5,000	0.03
						Nil movement during the year		
		5,000	0.03	March 31, 2020			5,000	0.03
2	Mr. Nalin M. Shah (Independent Director)	14,300	0.08	April 1, 2019	–	–	14,300	0.08
				August 9, 2019	(3,000)	Maturity	11,300	0.08
		11,300	0.08	March 31, 2020			11,300	0.08
3	Mr. Rajiv Sabharwal (Managing Director & CEO)	6,400	0.04	April 1, 2019	–	–	6,400	0.04
				August 9, 2019	(1,400)	Maturity	5,000	0.04
		5,000	0.03	March 31, 2020			5,000	0.03
4	Mr. Puneet Sharma (Former Chief Financial Officer)*	10	0.00	April 1, 2019	–	–	10	0.00
				December 9, 2019	(10)	Maturity	0	0.00
		0	0.00	March 31, 2020			0	0.00

*Mr. Puneet Sharma, resigned as the Chief Financial Officer of the Company, with effect from the end of day on February 16, 2020.

VI. INDEBTEDNESS

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

(₹ in lakh)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	–	1,57,500	–	1,57,500
ii) Interest due but not paid	–	–	–	–
iii) Interest accrued but not due	–	6,672	–	6,672
Total (i+ii+iii)	–	1,64,172	–	1,64,172
Change in Indebtedness during the financial year				
• Addition	–	3,57,100	–	3,57,100
• Reduction	–	(3,42,100)	–	(3,42,100)
Net Change	–	15,000	–	15,000
Indebtedness at the end of the financial year				
i) Principal Amount	–	1,72,500	–	1,72,500
ii) Interest due but not paid	–	–	–	–
iii) Interest accrued but not due	–	3,077	–	3,077
Total (i+ii+iii)	–	1,75,577	–	1,75,577

VII. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

(₹ in lakh)

Sr. No.	Particulars of Remuneration	Name of Managing Director	Total Amount
		Mr. Rajiv Sabharwal	
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	768.63	768.63
	(b) Value of perquisites under section 17(2) of the Income-tax Act, 1961	0.40	0.40
	(c) Profits in lieu of salary under section 17(3) of the Income-tax Act, 1961	–	–
2	Stock Option	257.07	257.07
3	Sweat Equity	–	–
4	Commission – as % of profit – others, specify...	–	–
5	Others, please specify (Retirals and Other Benefits)	54.27	54.27
	Total (A)	1,080.37	1,080.37
	Ceiling as per the Act		1,104.80

Notes:

- The Remuneration details above includes Commission of FY 2019-20 to be paid in FY 2020-21.
- The compensation cost shown under Stock Options in the table above, represents the Fair Value of the Stock Options in accordance with Indian Accounting Standards.

B. Remuneration to other directors:

(₹ in lakh)

Sr. No.	Particulars of Remuneration	Name of Directors			Total Amount
		Mr. Nalin M. Shah	Mr. Mehernosh B. Kapadia	Ms. Varsha Purandare	
1	Independent Directors				
	• Fee for attending board / committee meetings	11.00	9.50	5.40	25.90
	• Commission	22.50	22.50	22.50	67.5
	• Others, please specify	–	–	–	–
	Total (1)				93.4
2	Other Non-Executive Directors				
	• Fee for attending board /committee meetings	6.90	4.20	3.80	14.90
	• Commission	22.50	–	–	22.50
	• Others, please specify	–	–	–	–
	Total (2)				37.4
	Total (B)=(1+2)				130.8
	Total Managerial Remuneration				1211.17
	Overall Ceiling as per the Act				2430.54

Note:

The Remuneration details as mentioned above include Sitting fees paid in FY 2019-20 and Commission for FY 2019-20 to be paid in FY 2020-21.

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD

(₹ in lakh)

Sr. No.	Particulars of Remuneration	Key Managerial Personnel			Total
		¹ Mr. Puneet Sharma, Former Chief Financial Officer	² Mr. Rakesh Bhatia, Chief Financial Officer	Ms. Avan Doomasia, Company Secretary	
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	186.62	13.92	124.98	325.52
	(b) Value of perquisites under section 17(2) of the Income-tax Act, 1961	5.47	–	4.08	9.55
	(c) Profits in lieu of salary under section 17(3) of the Income-tax Act, 1961	–	–	–	–
2	Stock Option	63.95	–	18.26	82.21
3	Sweat Equity	–	–	–	–
4	Commission – as % of profit – others, specify...	–	–	–	–
5	Others, please specify (Retirals and Other Benefits)	11.81	0.84	11.92	24.57
	Total	267.85	14.76	159.24	441.85

Notes:

- Mr. Puneet Sharma, resigned as the Chief Financial Officer of the Company, with effect from the end of day on February 16, 2020.
- Mr. Rakesh Bhatia, Chief Financial Officer, was appointed as the Chief Financial Officer of the Company, with effect from March 2, 2020.
- The Remuneration details above includes Performance Pay of FY 2019-20 to be paid in FY 2020-21.
- The compensation cost shown under Stock Options in the table above, represents the Fair Value of the Stock Options in accordance with Indian Accounting Standards.

VIII. 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	–	–	–	–	–
Punishment	–	–	–	–	–
Compounding	–	–	–	–	–
B. DIRECTORS					
Penalty	–	–	–	–	–
Punishment	–	–	–	–	–
Compounding	–	–	–	–	–
C. OTHER OFFICERS IN DEFAULT					
Penalty	–	–	–	–	–
Punishment	–	–	–	–	–
Compounding	–	–	–	–	–

For and on behalf of the Board of Directors

Saurabh Agrawal
Chairman
DIN :02144558

Mumbai,
June 30, 2020