

Annexure

Form No. MGT-9

EXTRACT OF ANNUAL RETURN

as on the Financial Year ended on March 31, 2018

[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:
One Forbes, Dr. V. B. Gandhi Marg, Fort, Mumbai – 400001, Maharashtra, India.
The Registered Office address has changed to 11th Floor, Tower A, Peninsula Business Park, Ganpatrao Kadam Marg, Lower Parel, Mumbai - 400013, with effect from April 1, 2018.
Contact details:
Telephone Number: 022 6606 9000
E-mail id: avan.doomasia@tatacapital.com
- vi) Whether listed company: No
- 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 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:

SI. No.	Name and Description of main products / services	NIC Code of the Product / service	% to total turnover of the company
1	Investment Activity	64200	70
2	Advisory Services	66309, 66190	20

III. 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	Tata Sons Limited Bombay House, 24, Homi Mody Street, Mumbai - 400001	U99999MH1917PLC000478	Holding	93.22	Section 2(46)
2	Tata Capital Financial Services Limited* One Forbes, Dr. V. B. Gandhi Marg, Fort, Mumbai - 400001	U67100MH2010PLC210201	Subsidiary	100	Section 2(87)
3	Tata Capital Housing Finance Limited* One Forbes, Dr. V. B. Gandhi Marg, Fort, Mumbai - 400001	U67190MH2008PLC187552	Subsidiary	100	Section 2(87)
4	Tata Securities Limited* One Forbes, Dr. V. B. Gandhi Marg, Fort, Mumbai - 400001	U67120MH1994PLC080918	Subsidiary	100	Section 2(87)
5	Tata Cleantech Capital Limited* One Forbes, Dr. V. B. Gandhi Marg, Fort, Mumbai - 400001	U65923MH2011PLC222430	Subsidiary	80.50	Section 2(87)
7	Tata Capital Pte. Limited 8 Shenton Way, #19-01, AXA Tower, Singapore 068811	N.A.	Subsidiary	100	Section 2(87)
9	Tata Capital Markets Pte. Limited 8 Shenton Way, #19-01, AXA Tower, Singapore 068811	N.A.	Subsidiary	100	Section 2(87)
10	Tata Capital Advisors Pte. Limited 8 Shenton Way, #19-01, AXA Tower, Singapore 06881	N.A.	Subsidiary	100	Section 2(87)
11	Tata Capital Plc 30 Millbank, London, SW1P 4WY, England, United Kingdom	N.A.	Subsidiary	100	Section 2(87)
12	Tata Capital General Partners LLP 8 Shenton Way, #19-01, AXA Tower, Singapore 068811	N.A.	Subsidiary	80	Section 2(87)

Sl. No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of Shares Held	Applicable Section
13	Tata Capital Healthcare General Partners LLP 8 Shenton Way, #19-01, AXA Tower, Singapore 068811	N.A.	Subsidiary	100	Section 2(87)
14	Tata Opportunities General Partners LLP 8 Shenton Way, #19-01, AXA Tower, Singapore 068811	N.A.	Subsidiary	90	Section 2(87)
15	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* One Forbes, Dr. V. B. Gandhi Marg, Fort, Mumbai - 400001	N.A.	Subsidiary	73.75	Though a Trust would not be considered as a body corporate under the Companies Act, 2013, those have been disclosed as a measure of good governance.
18	Tata Capital Healthcare Fund* One Forbes, Dr. V. B. Gandhi Marg, Fort, Mumbai - 400001	N.A.	Associate	32.12	
19	Tata Capital Special Situations Fund Tata Trustee Company Limited, Mafatlal Centre, 9 th Floor, Nariman Point, Mumbai - 400021	N.A.	Associate	28.18	
20	Tata Capital Innovations Fund* One Forbes, Dr. V. B. Gandhi Marg, Fort, Mumbai - 400001	N.A.	Associate	27.13	

* The Registered Office address has changed from One Forbes, Dr. V. B. Gandhi Marg, Fort, Mumbai – 400001 to 11th Floor, Tower A, Peninsula Business Park, Ganpatrao Kadam Marg, Lower Parel, Mumbai – 400013, with effect from April 1, 2018.

Notes:

1. During the year, TC Travel And Services Limited and Tata Capital Forex Limited have ceased to be the wholly owned subsidiaries of Tata Capital Limited (“TCL”), with effect from October 30, 2017.
2. During the year, the shareholding of Tata Capital Financial Services Limited (a wholly owned subsidiary of TCL) in International Asset Reconstruction Company Private Limited (“IARC”) reduced from 25.37% to 16.57% and hence, IARC ceased to be an Associate of the Company, with effect from March 9, 2018.

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.	2,63,44,33,946	-	2,63,44,33,946	93.22	2,63,44,33,946	-	2,63,44,33,946	93.22	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any Other....	-	-	-	-	-	-	-	-	-
Sub-total (A)(1):-	2,63,44,33,946	-	2,63,44,33,946	93.22	2,63,44,33,946	-	2,63,44,33,946	93.22	-
(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)	2,63,44,33,946	-	2,63,44,33,946	93.22	2,63,44,33,946	-	2,63,44,33,946	93.22	-
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):-	-	-	-	-	-	-	-	-	-

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	
(2) Non-Institutions									
a) Bodies Corp.									
i) Indian	11,67,21,517	-	11,67,21,517	4.13	11,67,21,517	-	11,67,21,517	4.13	-
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual shareholders holding nominal share capital upto ₹ 1 lakh	14,05,653	-	14,05,653	0.05	18,46,329	-	18,46,329	0.07	0.02
ii) Individual shareholders holding nominal share capital in excess of ₹ 1 lakh	1,72,08,950	-	1,72,08,950	0.61	1,92,12,790	-	1,92,12,790	0.68	0.07
c) Others									
i) TCL Employee Welfare Trust (ESOP Trust)	5,59,22,522	-	5,59,22,522	1.98	5,34,78,006	-	5,34,78,006	1.89	(0.09)
ii) Non-Resident Indian	3,25,582	-	3,25,582	0.01	3,25,582	-	3,25,582	0.01	-
Sub-total (B)(2):-	19,15,84,224	-	19,15,84,224	6.78	19,15,84,224	-	19,15,84,224	6.78	-
Total Public Shareholding (B)=(B)(1)+(B)(2)	19,15,84,224	-	19,15,84,224	6.78	19,15,84,224	-	19,15,84,224	6.78	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	2,82,60,18,170	-	2,82,60,18,170	100.00	2,82,60,18,170	-	2,82,60,18,170	100.00	-

(ii) Shareholding of Promoters (Equity Share Capital)

Sl. 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 Limited	2,63,44,33,946	93.22	-	2,63,44,33,946	93.22	-	-
	Total	2,63,44,33,946	93.22	-	2,63,44,33,946	93.22	-	-

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

There is no change in promoter's shareholding during FY 2017-18.

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

Sl. No.	Name	Shareholding		Date	Increase/ Decrease in shareholding	Reason	Cumulative Shareholding during the year (1.4.2017 to 31.3.2018)	
		No. of Shares at the beginning (1.4.2017)/ end of the year (31.3.2018)	% of total shares of the Company				No. of Shares	% of total shares of the Company
1	Tata Investment Corporation Limited	7,71,96,591	2.73	April 1, 2017	–	–	7,71,96,591	2.73
						Nil movement during the year		
		7,71,96,591	2.73	March 31, 2018			7,71,96,591	2.73
2	F. K. Kavarana, H. N. Sinor and Shuva Mandal Trustees of TCL Employee Welfare Trust	5,59,22,522	1.98	April 1, 2017	–	–	5,59,22,522	1.98
				May 23, 2017	(1,03,459)	Transfer	5,58,19,063	1.98
				May 26, 2017	34,380	Purchase	5,58,53,443	1.98
				July 10, 2017	(4,17,916)	Transfer	5,54,35,527	1.96
				July 14, 2017	19,122	Purchase	5,54,54,649	1.96
				August 21, 2017	(4,93,016)	Transfer	5,49,61,633	1.95
				September 4, 2017	1,69,053	Purchase	5,51,30,686	1.95
				September 15, 2017	(5,96,390)	Transfer	5,45,34,296	1.93
				September 28, 2017	(49,444)	Transfer	5,44,84,852	1.93
				October 18, 2017	(80,000)	Transfer	5,44,04,852	1.93
				November 3, 2017	18,052	Purchase	5,44,22,904	1.93
				December 4, 2017	(1,53,541)	Transfer	5,42,69,363	1.92
				December 15, 2017	59,043	Purchase	5,43,28,406	1.92
				January 11, 2018	(2,42,500)	Transfer	5,40,85,906	1.91
				January 17, 2018	28,259	Purchase	5,41,14,165	1.92
				February 14, 2018	(2,66,306)	Transfer	5,38,47,859	1.91
				February 21, 2018	70,147	Purchase	5,39,18,006	1.91
		March 14, 2018	(4,40,000)	Transfer	5,34,78,006	1.89		
		5,34,78,006	1.89	March 31, 2018			5,34,78,006	1.89

Sl. No.	Name	Shareholding		Date	Increase/ Decrease in shareholding	Reason	Cumulative Shareholding during the year (1.4.2017 to 31.3.2018)	
		No. of Shares at the beginning (1.4.2017)/ end of the year (31.3.2018)	% of total shares of the Company				No. of Shares	% of total shares of the Company
3	Cyrus Investments Private Limited	1,29,78,905	0.46	April 1, 2017	–	–	1,29,78,905	0.46
						Nil movement during the year		
		1,29,78,905	0.46	March 31, 2018			1,29,78,905	0.46
4	Sterling Investment Corporation Private Limited	1,29,78,905	0.46	April 1, 2017	–	–	1,29,78,905	0.46
						Nil movement during the year		
		1,29,78,905	0.46	March 31, 2018			1,29,78,905	0.46
5	Tata Motors Limited	43,26,651	0.15	April 1, 2017	–	–	43,26,651	0.15
						Nil movement during the year		
		43,26,651	0.15	March 31, 2018			43,26,651	0.15
6	Tata Chemicals Limited	32,30,859	0.11	April 1, 2017	–	–	32,30,859	0.11
						Nil movement during the year		
		32,30,859	0.11	March 31, 2018			32,30,859	0.11
7	Af-Taab Investment Company Limited	23,33,070	0.08	April 1, 2017	–	–	23,33,070	0.08
						Nil movement during the year		
		23,33,070	0.08	March 31, 2018			23,33,070	0.08
8	Tata Industries Limited	22,72,346	0.08	April 1, 2017	–	–	22,72,346	0.08
						Nil movement during the year		
		22,72,346	0.08	March 31, 2018			22,72,346	0.08
9	Ratan Naval Tata	12,34,861	0.04	April 1, 2017	–	–	12,34,861	0.04
						Nil movement during the year		
		12,34,861	0.04	March 31, 2018			12,34,861	0.04
10	Noel Naval Tata	11,48,570	0.04	April 1, 2017	–	–	11,48,570	0.04
						Nil movement during the year		
		11,48,570	0.04	March 31, 2018			11,48,570	0.04

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

Sl. No.	Name	Shareholding		Date	Increase/ Decrease in shareholding	Reason	Cumulative Shareholding during the year (1.4.2017 to 31.3.2018)	
		No. of Shares at the beginning (1.4.2017)/ end of the year (31.3.2018)	% of total shares of the Company				No. of Shares	% of total shares of the Company
1	Mr. Ishaat Hussain (Non - Executive Director)	2,20,000	0.01	April 1, 2017	–	–	2,20,000	0.01
						Nil movement during the year		
		2,20,000	0.01	March 31, 2018			2,20,000	0.01
2	Mr. Janki Ballabh (Independent Director)	2,30,780	0.01	April 1, 2017	–	–	2,30,780	0.01
						Nil movement during the year		
		2,30,780	0.01	March 31, 2018			2,30,780	0.01
3	Mr. F. N. Subedar (Non - Executive Director)	2,43,716	0.01	April 1, 2017	–	–	2,43,716	0.01
						Nil movement during the year		
		2,43,716	0.01	March 31, 2018			2,43,716	0.01
4	Mr. Praveen P. Kadle (Managing Director & CEO)	14,58,580	0.05	April 1, 2017	–	–	14,58,580	0.05
				May 23, 2017	10,000	ESOP Allotment	14,68,580	0.05
		14,68,580	0.05	March 31, 2018			14,68,580	0.05
5	Mr. Puneet Sharma (Chief Financial Officer ("CFO"))	2,26,050	0.01	April 1, 2017	–	–	2,26,050	0.01
				August 21, 2017	10,000	ESOP Allotment	2,36,050	0.01
		2,36,050	0.01	March 31, 2018			2,36,050	0.01
6	Ms. Avan Doomasia (Company Secretary)	1,29,305	0.00	April 1, 2017	–	–	1,29,305	0.00
				September 15, 2017	30,000	ESOP Allotment	1,59,305	0.01
		1,59,305	0.01	March 31, 2018			1,59,305	0.01

Notes:

1. Mr. Ishaat Hussain retired as a Director of the Company, with effect from September 3, 2017.
2. Mr. Janki Ballabh retired as a Director of the Company, with effect from end of day on October 23, 2017.
3. Mr. Praveen P. Kadle retired as the Managing Director & CEO of the Company, with effect from end of day on March 31, 2018.

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)(1):-	-	-	-	-	-	-	-	-	-
(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)	-	-	-	-	-	-	-	-	-
B. Public Shareholding									
(1) Institutions									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	2,40,000	-	2,40,000	1.31	2,40,000	-	2,40,000	1.29	(0.2)
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	2,00,000	-	2,00,000	1.09	2,00,000	-	2,00,000	1.07	(0.2)
g) FIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	4,40,000	-	4,40,000	2.40	4,40,000	-	4,40,000	2.36	(0.4)
(2) Non-Institutions									
a) Bodies Corp.									
i) Indian	69,06,887	-	69,06,887	37.71	92,01,339	-	92,01,339	49.42	11.71
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									

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	
i) Individual shareholders holding nominal share capital upto ₹ 1 lakh	11,080	–	11,080	0.06	11,480	–	11,480	0.06	–
ii) Individual shareholders holding nominal share capital in excess of ₹ 1 lakh	98,15,283	3,000	98,18,283	53.61	82,26,363	–	82,26,363	44.18	(9.43)
c) Others									
(i) Trust	5,58,499	–	5,58,499	3.05	3,78,333	–	3,78,333	2.03	(1.02)
(ii) Club	3,400	–	3,400	0.02	3,400	–	3,400	0.02	–
(iii) Clearing Member	22,700	–	22,700	0.12	21,700	–	21,700	0.12	–
(iv) Hindu Undivided Family	5,12,668	–	5,12,668	2.80	2,99,992	–	2,99,992	1.61	(1.19)
(v) Non-Resident Indian	40,950	–	40,950	0.23	35,850	–	35,850	0.19	(0.04)
Sub-total (B)(2):-	1,78,71,467	3,000	1,78,74,467	97.60	1,81,78,457	–	1,81,78,457	97.64	0.5
Total Public Shareholding (B)=(B)(1)+(B)(2)	1,83,11,467	3,000	1,83,14,467	100	1,86,18,457	–	1,86,18,457	100	–
C. Shares held by Custodian for GDRs & ADRs	–	–	–	–	–	–	–	–	–
Grand Total (A+B+C)	1,83,11,467	3,000	1,83,14,467	100.00	1,86,18,457	–	1,86,18,457	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)**

Sl. No.	Name	Shareholding		Date	Increase/ Decrease in shareholding	Reason	Cumulative Shareholding during the year (1.4.2017 to 31.3.2018)	
		No. of Shares at the beginning (1.4.2017)/ end of the year (31.3.2018)	% of total shares of the Company				No. of Shares	% of total shares of the Company
1	Shree Cement Limited	20,00,000	10.92	April 1, 2017	–	–	20,00,000	10.92
				July 28, 2017	7,50,000	Allotment	27,50,000	14.77
		27,50,000	14.77	March 31, 2018			27,50,000	14.77
2	Wipro Enterprises Private Limited	5,00,000	2.73	April 1, 2017	–	–	5,00,000	2.73
				–	1,66,666	Purchase	6,66,666	3.58
		6,66,666	3.58	March 31, 2018			6,66,666	3.58

Sl. No.	Name	Shareholding		Date	Increase/ Decrease in shareholding	Reason	Cumulative Shareholding during the year (1.4.2017 to 31.3.2018)	
		No. of Shares at the beginning (1.4.2017)/ end of the year (31.3.2018)	% of total shares of the Company				No. of Shares	% of total shares of the Company
3	Claris Lifesciences Limited	–	–	April 1, 2017			–	–
				September 29, 2017	5,00,000	Allotment	5,00,000	2.69
		5,00,000	2.69	March 31, 2018			5,00,000	2.69
4	Balkrishna Industries Limited	–	–	April 1, 2017			–	–
				September 15, 2017	2,00,000	Allotment	2,00,000	1.07
				–	2,80,000	Purchase	4,80,000	2.58
		4,80,000	2.58	March 31, 2018			4,80,000	2.58
5	International Tractors Limited	4,33,700	2.37	April 1, 2017	–	–	4,33,700	2.37
						Nil movement during the year		
		4,33,700	2.33	March 31, 2018			4,33,700	2.33
6	Hindustan Composites Limited	1,50,000	0.82	April 1, 2017	–	–	1,50,000	0.82
				July 7, 2017	50,000	Allotment	2,00,000	1.07
				–	2,47,000	Purchase	4,47,000	2.40
				–	(1,00,000)	Sold	3,47,000	1.86
		3,47,000	1.86	March 31, 2018			3,47,000	1.86
7	Azim Premji Trust	4,99,999	2.73	April 1, 2017	–	–	4,99,999	2.73
				–	(1,66,666)	Sold	3,33,333	1.79
		3,33,333	1.79	March 31, 2018			3,33,333	1.79
8	Voltas Limited	–	–	April 1, 2017	–	–	–	–
				July 26, 2017	2,50,000	Allotment	2,50,000	1.34
				August 4, 2017	50,000	Allotment	3,00,000	1.61
		3,00,000	1.61	March 31, 2018			3,00,000	1.61
9	Shankar Resources Private Limited	2,50,000	1.36	April 1, 2017	–	–	2,50,000	1.36
						Nil movement during the year		
		2,50,000	1.34	March 31, 2018			2,50,000	1.34
10	Nucleus Software Exports Limited	2,11,500	1.15	April 1, 2017	–	–	2,11,500	1.15
						Nil movement during the year		
		2,11,500	1.14	March 31, 2018			2,11,500	1.14

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

Sl. No.	Name	Shareholding		Date	Increase/Decrease in shareholding	Reason	Cumulative Shareholding during the year (1.4.2017 to 31.3.2018)	
		No. of Shares at the beginning (1.4.2017) / end of the year (31.3.2018)	% of total shares of the Company				No. of Shares	% of total shares of the Company
1	Mr. Ishaat Hussain (Non-Executive Director)	27,000	0.15	April 1, 2017	–	–	27,000	0.15
						Nil movement during the year		
		27,000	0.14	March 31, 2018			27,000	0.14
2	Mr. Nalin M. Shah (Independent Director)	9,200	0.05	April 1, 2017	–	–	9,200	0.05
				–	2,600	Purchase	11,800	0.06
		11,800	0.06	March 31, 2018			11,800	0.06
3	Mr. Praveen P. Kadle (Managing Director & CEO)	27,000	0.15	April 1, 2017	–	–	27,000	0.15
						Nil movement during the year		
		27,000	0.14	March 31, 2018			27,000	0.14
4	Mr. Janki Ballabh (Independent Director)	2,500	0.01	April 1, 2017	–	–	2,500	0.01
						Nil movement during the year		
		2,500	0.01	March 31, 2018			2,500	0.01
5	Dr. Ritu Anand (Non-Executive Director)	2,500	0.01	April 1, 2017	–	–	2,500	0.01
						Nil movement during the year		
		2,500	0.01	March 31, 2018			2,500	0.01
6	Mr. Puneet Sharma (CFO)	10	0.00	April 1, 2017	–	–	10	0.00
						Nil movement during the year		
		10	0.00	March 31, 2018			10	0.00

Notes:

1. Mr. Ishaat Hussain retired as a Director of the Company, with effect from September 3, 2017.
2. Mr. Janki Ballabh retired as a Director of the Company, with effect from end of day on October 23, 2017.
3. Mr. Praveen P. Kadle retired as the Managing Director & CEO of Company, with effect from the end of day on March 31, 2018.
4. Dr. Ritu Anand ceased to be a Director of the Company, with effect from the close of business hours on October 31, 2017.

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	–	1,37,800	–	1,37,800
ii) Interest due but not paid	–	–	–	–
iii) Interest accrued but not due	–	–	–	–
Total (i+ii+iii)	–	1,37,800	–	1,37,800
Change in Indebtedness during the financial year				
• Addition	–	2,20,500	–	2,20,500
• Reduction	–	(1,75,300)	–	(1,75,300)
Net Change	–	45,200	–	45,200
Indebtedness at the end of the financial year				
i) Principal Amount	–	1,83,000	–	1,83,000
ii) Interest due but not paid	–	–	–	–
iii) Interest accrued but not due	–	–	–	–
Total (i+ii+iii)	–	1,83,000	–	1,83,000

VII. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

(₹ in lakh)

Sl. No.	Particulars of Remuneration	Name of MD	Total Amount
		Mr. Praveen P. Kadle	
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	431.37	431.37
	(b) Value of perquisites under section 17(2) of the Income-tax Act, 1961	36.13	36.13
	(c) Profits in lieu of salary under section 17(3) of the Income-tax Act, 1961	–	–
2	Stock Option (Number)	10,000	
3	Sweat Equity	–	–
4	Commission – as % of profit – others, specify...	–	–
5	Others, please specify	–	–
	Total (A)	467.50	467.50
	Ceiling as per the Act		893

Note:

- a. Mr. Praveen P. Kadle retired as the Managing Director & CEO of the Company, with effect from the end of day on March 31, 2018.

B. Remuneration to other directors:

(₹ in lakh)

Sl. No.	Particulars of Remuneration	Name of Directors					Total Amount
1	Independent Directors	Mr. Janki Ballabh	Mr. Nalin Shah	Mr. Mehernosh B Kapadia			
	• Fee for attending board / committee meetings	6.90	14.10	8.40			29.40
	• Commission	25.00	25.00	–			50.00
	• Others, please specify	–	–	–			–
	Total (1)	31.90	39.10	8.40			79.40
2	Other Non–Executive Directors	Mr. F. N. Subedar	Ms. Aarthi Subramanian	Mr. Saurabh Agrawal	Dr. Ritu Anand	Mr. Ishaat Hussain	
	• Fee for attending board / committee meetings	4.40	5.10	3.00	3.00	2.00	18.00
	• Commission	20.00	–	–	20.00	20.00	60.00
	• Others, please specify	–	–	–	–	–	–
	Total (2)	24.40	5.10	3.00	23.00	22.00	78.00
	Total (B)=(1+2)						157.40
	Total Managerial Remuneration						624.90
	Overall Ceiling as per the Act						1,965

Notes:

- The Remuneration details as mentioned above include Sitting fees paid in FY 2017-18 and Commission paid for FY 2016-17 in FY 2017-18.
- Mr. Ishaat Hussain retired as a Director of the Company, with effect from September 3, 2017.
- Mr. Janki Ballabh retired as a Director of the Company, with effect from end of day on October 23, 2017.
- Dr. Ritu Anand ceased to be a Director of the Company, with effect from the close of business hours on October 31, 2017.
- Mr. Saurabh Agrawal was appointed as a Director of the Company, with effect from July 28, 2017.
- Mr. Mehernosh B. Kapadia was appointed as a Director of the Company, with effect from October 24, 2017.
- Ms. Aarthi Subramanian was appointed as a Director of the Company, with effect from October 30, 2017.

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

(₹ in lakh)

Sl. No.	Particulars of Remuneration	Key Managerial Personnel		
		Mr. Puneet Sharma, CFO	Ms. Avan Doomasia, Company Secretary	Total
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	206.20	107.96	314.16
	(b) Value of perquisites under section 17(2) of the Income-tax Act, 1961	0.87	7.21	8.08
	(c) Profits in lieu of salary under section 17(3) of the Income-tax Act, 1961	–	–	–
2	Stock Option (Number)	10,000	10,000	–
3	Sweat Equity	–	–	–
4	Commission – as % of profit – others, specify...	–	–	–
5	Others, please specify	–	–	–
	Total	207.07	115.17	322.24

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	–	–	–	–	–

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)
C. OTHER OFFICERS IN DEFAULT					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-