

**ANNEXURE III
Form MGT – 9**

Extract of Annual Return as on the financial year ended on 31st March, 2019.
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	L51900MH1992PLC068670
ii)	Registration Date	22 nd September, 1992
iii)	Name of the Company	Indo-City Infotech Limited
iv)	Category/Sub Category of the Company	Public Limited- Limited by shares and company having share capital
v)	Address of the Registered Office and contact details	A6, Mittal Estate, Bldg., No. 2, Andheri – Kurla Road, Andheri (East), Mumbai – 400 059
vi)	Whether Listed Company Yes/ No	Yes
viii)	Name, Address and Contact details of Registrar and Transfer Agent, if any.	MCS Share Transfer Agent Limited Registered Office: 12/1/5, Manoharpukur Road, Kolkata-700026. Communication Address: C-Wing, 209, 2 nd Floor, Gokul Industrial Estate, Sagbaug, Marol Co-Op. Industrial Area, B/H Times Square, Andheri- (E), Mumbai-400059.

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	Other Financial Services activity	649	100 %

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

Sr. No.	Name & Address of The Company	CIN/ GLN	Holding/ Subsidiary/ Associate	% of Shares Held	Applicable Section
1	ABJ Developers Pvt. Ltd.	U45200MH2007PTC168229	Associate	26.50	2(6)

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)**(i) Category-wise Share Holding:**

Category code	Category of Shareholder	No. of Shares held at the beginning of the year (As on 01-04-2018)				No. of Shares held at the end of the year (As on 31-03-2019)				Change In % during the year
		Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
(A)	Promoter and Promoter Group									
1	Indian									
(a)	Individuals/ Hindu Undivided Family	5651905	0	5651905	54.35	5821000	0	5821000	55.97	1.62
(b)	Central Government/ State Government(s)	0	0	0	0	0	0	0	0	0
(c)	Bodies Corporate	0	0	0	0	0	0	0	0	0

(d)	Financial Institutions/ Banks	0	0	0	0	0	0	0	0	0
(e)	Any Others(Specify)	0	0	0	0	0	0	0	0	0
(e-i)	Directors & their Relatives	0	0	0	0	0	0	0	0	0
	Sub Total(A)(1)	5651905	0	5651905	54.35	5821000	0	5821000	55.97	1.62
2	Foreign									
(a)	Individuals (Non- Residents Individuals/ Foreign Individuals)	0	0	0	0	0	0	0	0	0
(b)	Bodies Corporate	0	0	0	0	0	0	0	0	0
(c)	Institutions	0	0	0	0	0	0	0	0	0
(d)	Any Others(Specify)	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 and Promoter Group (A)= (A)(1)+(A)(2)	5651905	0	5651905	54.35	5821000	0	5821000	55.97	1.62
(B)	Public Shareholding									
1	Institutions									
(a)	Mutual Funds/ UTI	0	0	0	0	0	0	0	0	0
(b)	Financial Institutions / Banks	0	0	0	0	0	0	0	0	0
(c)	Central Government/ State Government(s)	0	0	0	0	0	0	0	0	0
(d)	Venture Capital Funds	0	0	0	0	0	0	0	0	0
(e)	Insurance Companies	0	0	0	0	0	0	0	0	0
(f)	Foreign Institutional Investors	0	0	0	0	0	0	0	0	0
(g)	Foreign Venture Capital Investors	0	0	0	0	0	0	0	0	0
(h)	Any Other (specify)	0	0	0	0	0	0	0	0	0
	Sub-Total (B)(1)	0	0	0	0	0	0	0	0	0
2	Non-institutions									
(a)	Bodies Corporate	374730	0	374730	3.60	365833	0	365833	3.52	- 0.08
(b)	Individuals									
i	Individual shareholders holding nominal share capital up to Rs 2 lakh	2057139	25425	2082564	20.02	1992317	25325	2017642	19.40	- 0.62
ii	Individual shareholders holding nominal share capital in excess of Rs. 2 lakh.	1948144	100000	2048144	19.70	1861941	100000	1961941	18.87	-0.83
(c)	Any Other(specify) HUFs	185712	0	185712	1.79	175639	0	175639	1.69	-0.10
(c-i)	NRI/OCB Repatriable	6686	0	6686	0.06	7686	0	7686	0.07	0.01
(c- ii)	NBFC registered with RBI	50259	0	50259	0.48	50259	0	50259	0.48	0.00
	Sub-Total (B)(2)	4622670	125425	4748095	45.65	4453675	125325	4579000	44.03	-1.62
	Total Public Shareholding (B)= (B)(1)+(B)(2)	4622670	125425	4748095	45.65	4453675	125325	4579000	44.03	-1.62
	TOTAL (A)+(B)	10274575	125425	10400000	100	10274675	125325	10400000	100	-----

(C)	Shares held by Custodians and against which Depository Receipts have been issued									
1	Promoter and Promoter Group	0	0	0	0	0	0	0	0	0
2	Public	0	0	0	0	0	0	0	0	0
	Sub-Total (C)	0	0	0	0	0	0	0	0	0
	GRAND TOTAL (A)+(B)+(C)	10274575	125435	10400000	100	10274675	125325	10400000	100	-----

(ii) Shareholding of Promoters:

Sr No	Shareholders Name	Shareholding at the beginning of the year (As on 01-04-2018)			Cumulative Shareholding during the year (01-04-2018 to 31-03-2019)			Change in % of 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	Mr. Aneel Jain	19,42,000	18.67	Nil	19,42,000	18.67	Nil	Nil
2	Mrs. Shashi Jain	18,09,905	17.40	Nil	19,13,537	18.40	Nil	1.00
3	Aneel Jain HUF	13,00,000	12.50	Nil	13,33,363	12.82	Nil	0.32
4	Ms. Ishu Jain	6,00,000	5.77	Nil	6,32,100	6.08	Nil	0.30

(iii) Change in Promoters' Shareholding:

Name of Shares Holder	Shareholding at the beginning of the year (As on 01-04-2018)		Cumulative Shareholding during the year (01-04-2018 to 31-03-2019)	
	No. Of Shares	% of total shares of the company	No. of shares	% of total shares of the company
Mr. Aneel Jain	19,42,000	18.67	19,42,000	18.67
Mrs. Shashi Jain	18,09,905	17.40	19,13,537	18.40
Aneel Jain HUF	13,00,000	12.50	13,33,363	12.82
Ms. Ishu Jain	6,00,000	5.77	6,32,100	6.08
Total	56,51,905	54.35	58,21,000	55.97
Date wise Increase/Decrease in Share holding during the year specifying the reasons for increase/ decrease(e.g. allotment/transfer/bonus/ sweat equity etc)			Note-1	
At the end of the year			58,21,000	55.97

NOTE-1 DETAILS OF INCREASE AND DECREASE IN PROMOTERS' SHAREHOLDING

Sr. No.	Name	Shareholding	Date	Increase/ Decrease in shareholding	Reason	Cumulative Shareholding during the year (01-04-18 to 31-03-19)	
						No. of Shares	% of total shares of the Company
		No. of Shares at the beginning (01-04-18)/ end of the year					
		% of total shares					

		(31-03-19)	of the Company						
1	Mrs. Shashi Aneel Jain	18,09,905	17.40	01/04/2018					
				13/02/2019	14000	Purchase of shares	18,23,905	17.54	
				14/02/2019	3450	Purchase of shares	18,27,355	17.57	
				15/02/2019	2000	Purchase of shares	18,29,355	17.59	
				19/02/2019	2000	Purchase of shares	18,31,355	17.61	
				20/02/2019	1500	Purchase of shares	18,32,855	17.62	
				25/02/2019	4180	Purchase of shares	18,37,035	17.66	
				26/02/2019	2440	Purchase of shares	18,39,475	17.69	
				06/03/2019	5591	Purchase of shares	18,45,066	17.74	
				07/03/2019	50101	Purchase of shares	18,95,167	18.22	
				12/03/2019	10370	Purchase of shares	19,05,537	18.32	
				13/03/2019	3000	Purchase of shares	19,08,537	18.35	
				20/03/2019	5000	Purchase of shares	19,13,537	18.40	
				19,13,537	18.40	31/03/2019			
2	Ms. Ishu Jain	6,00,000	5.77	01/04/2018					
				02/04/2018	1000	Purchase of shares	6,01,000	5.79	
				27/04/2018	25100	Purchase of shares	6,26,100	6.02	
				20/03/2019	6000	Purchase of shares	6,32,100	6.08	
		6,32,100	6.08	31/03/2019					
3	Aneel Jain HUF	13,00,000	12.50	01/04/2018					
				10/10/2018	1000	Purchase of shares	13,01,000	12.51	
				20/12/2018	988	Purchase of shares	13,01,988	12.52	
				21/12/2018	1985	Purchase of shares	13,03,973	12.54	
				26/12/2018	2000	Purchase of shares	13,05,973	12.56	
				27/12/2018	1000	Purchase of shares	13,06,973	12.57	
				28/12/2018	1104	Purchase of shares	13,08,077	12.58	
				08/01/2019	5136	Purchase of shares	13,13,213	12.63	
				04/02/2019	1150	Purchase of shares	13,14,363	12.64	
				05/02/2019	2000	Purchase of shares	13,16,363	12.66	
				06/02/2019	17000	Purchase of shares	13,33,363	12.82	
				13,33,363	12.82	31/03/2019			

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

Sr.No.	Name of Top 10 Shareholders*	Shareholding at the beginning of the year 01.04.2018		Cumulative Shareholding end of the year 31.03.2019	
		No. Of Shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Subramanian P	6,77,993	6.52	6,77,993	6.52
2	Upsurge Investment & Finance Ltd	1,51,391	1.45	1,52,391	1.47
3	Jawahar V. Sihvmath	1,02,656	0.99	1,02,656	0.99
4	Shweta Vinod Motwani	1,00,000	0.96	1,00,000	0.96
5	Gurbuk Gyanchand Motwani	1,00,000	0.96	1,00,000	0.96
6	Girish Arora	1,00,000	0.96	1,00,000	0.96
7	Mayank Goyal	82,926	0.79	96,416	0.93
8	Ajeet Singh Khurana	94,012	0.90	94,012	0.92
9	Sujata Girish Arora	79,190	0.76	79,190	0.76
10	Anupama Suresh Motwani	75,779	0.72	75,779	0.72

*The shares of the Company are traded on a daily basis and hence the date wise increase / decrease in shareholding is not indicated.

(v) Shareholding Pattern of Directors and Key Managerial Personnel:

Sr. No.	Name	Shareholding		Date	Increase/ Decrease in shareholding	Reason	Cumulative Shareholding during the year (01-04-18 to 31-03-19)	
		No. of Shares at the beginning (01-04-18) / end of the year (31-03-19)	% of total shares of the Company				No. of Shares	% of total shares of the Company
A	DIRECTORS:							
1	Mr. Aneel Jain Chairman & Managing Director	19,42,000 19,42,000	18.67 18.67	----	---	No movement during the year	19,42,000	18.67
2	Mrs. Shashi Jain Non-Executive Director	18,09,905 19,13,537	17.40 18.40	13/02/2019 14/02/2019 15/02/2019 19/02/2019 20/02/2019 25/02/2019 26/02/2019 06/03/2019 07/03/2019 12/03/2019 13/03/2019 20/03/2019	14,000 3,450 2,000 2,000 1,500 4,180 2,440 5,591 50,101 10,370 3,000 5,000	Purchase of shares from Open Market	19,13,537	18.40

B	KEY MANAGERIAL PERSONNEL:							
1	Mr. Ramesh Chandra Pusola Chief Financial Officer	10	0.00	01/04/2018	---	No movement during the year	10	0.00
		10	0.00	31/03/2019				

V. INDEBTEDNESS

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

	Secured Loan excluding Deposits	Unsecured Loan	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	1,01,73,563/-	-----	-----	1,01,73,563/-
ii) Interest due but not paid	-----	-----	-----	-----
iii) Interest accrued but not due	62,039,	-----	-----	62,039/-
Total (i+ii+iii)	1,02,35,602	-----	-----	102,35,602
Change in Indebtedness during the financial year				
Addition	-	1,41,00,000/-	-----	1,41,00,000/-
Reduction	81,37,774/-	69,00,000/-	-----	1,50,62,774/-
Net Change	81,37,774/-	72,00,000/-	-----	1,53,37,774/-
Indebtedness at the end of the financial year				
i) Principal Amount	20,35,789/-	72,00,000/-	----	92,35,789/-
ii) Interest due but not paid	----	---	----	----
iii) Interest accrued but not due	43,037/-	---	----	43,037/-
Total (i+ii+iii)	20,78,826/-	72,00,000/-	----	92,78,826/-

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:**A. Remuneration to Managing Director, Whole-time Directors and/or Manager:**

Sr.	Particulars of Remuneration	Name of MD/WTD/ Manager	Total Amount
1	Gross salary	Aneel Jain	
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	25,000/-	25,000/-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	Nil	Nil
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961		
2	Stock Option	Nil	Nil
3	Sweat Equity	Nil	Nil
4	Commission - as % of profit - Others, specify...		
5	Others, please specify		
	Total (A)	25,000/-	25,000/-
	Ceiling as per the Act	84,00,000/-	84,00,000/-

B. Remuneration to other Directors:

SN.	Particulars of Remuneration	Name of Directors		Total Amount
1	Independent Directors	Mr. Brij Kishor Gupta	Mr. Ashwani Maheshwari	
	Fee for attending board committee meetings	0	0	0
	Commission	0	0	0
	Others - Reimbursement of out of pocket expenses	50,000	12,000/-	62,000/-
	Total (1)	0	0	0
2	Other Non-Executive Directors	Mrs. Shashi Jain		
	Fee for attending board committee meetings	0		0
	Commission	0		0
	Others, please specify	0		0
	Total (2)	0		0
	Total (B)=(1+2)	0	0	0
	Total Managerial Remuneration	0	0	0
	Overall Ceiling as per the Act	N.A.	NA	--

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/ MANAGER/ WTD: (Per Annual)

Sr no	Particulars of Remuneration	Key Managerial Personnel		Total
		CFO	CS	
1	Gross Salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	3,77,766/-	58,900/-	4,36,666/-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	Nil	Nil	Nil
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	Nil	Nil	Nil
2	Stock Option	Nil	Nil	Nil
3	Sweat Equity	Nil	Nil	Nil
4	Commission - as % of profit - Others specify...			
5	Others, please specify	Nil	Nil	Nil
	Total	3,77,766/-	58,900/-	4,36,666/-

I. 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					

