

**FORM NO. - MGT-9****Extract of Annual Return**

as on the Financial Year ended 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  | L27310WB1990PLC050000  |
| (ii) Registration Date   | 10-10-1990   |
| (iii) Name of the Company  | Tata Metaliks Limited  |
| (iv) Category/Sub-Category of the Company  | Public Limited Company   |
| (v) Address of the Registered Office   | Tata Centre, 10th Floor,<br>43, J.L. Nehru Road, Kolkata- 700 071                            |
| (vi) Contact Details   | Phone : +91-033-66134200   |
| (vii) Whether listed company   | Listed   |
| (viii) Name, Address and Contact details of Registrar and Transfer Agent, if any | R & D Infotech Pvt. Ltd.<br>7A, Beltala Road,<br>Kolkata- 700 026<br>Phone: +91-033-24192642 |

**II. Principal Business Activities of The Company:**

(All business activities contributing 10% or more of the total turnover of the Company shall be stated)

| Sl. | Name and Description of main Product/ Services | NIC Code of the Product/ Service | % to Total Turnover of the Company |
|-----|--|----------------------------------|------------------------------------|
| 1   | Manufacturing and selling of Pig Iron          | 24101                            | 47%                                |
| 2   | Manufacturing and selling of DI Pipe           | 24311                            | 53%                                |

**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 Steel Limited<br>Bombay House, 24, Homi Mody Street<br>Fort, Mumbai - 400 001 | L27100MH1907PLC000260 | Holding<br>Company             | 50.09%           | 2(46)              |

#### IV. Share Holding Pattern (Equity Share Capital Breakup as percentage of Total Equity)

##### A. Category-wise Share Holding

| Sl. Category of Shareholders  | No. of shares held at the beginning of the Year<br>(as on April 1, 2017) |                |                 |                   | No. of shares held at the end of the Year<br>(as on March 31, 2018) |                |                 |                   | % change during the Year |
|---|--|----------------|-----------------|-------------------|---|----------------|-----------------|-------------------|--------------------------|
|   | Demat  | Physical       | Total           | % of Total Shares | Demat   | Physical       | Total           | % of Total Shares |                          |
| <b>A. Promoters</b>   |  |                |                 |                   |   |                |                 |                   |                          |
| <b>1. Indian</b>  |  |                |                 |                   |   |                |                 |                   |                          |
| a) Individual/ HUF  |  |                |                 |                   |   |                |                 |                   |                          |
| b) Central Govt   |  |                |                 |                   |   |                |                 |                   |                          |
| c) State Govt(s)  |  |                |                 |                   |   |                |                 |                   |                          |
| d) Bodies Corp.   | 12667590   | 0              | 12667590        | 50.09%            | 12667590  | 0              | 12667590        | 50.09%            | 0.00%                    |
| e) Banks/ FI  |  |                |                 |                   |   |                |                 |                   |                          |
| f) Any other  |  |                |                 |                   |   |                |                 |                   |                          |
| <b>Total shareholding of Promoter (A)</b>                                       | <b>12667590</b>  | <b>0</b>       | <b>12667590</b> | <b>50.09%</b>     | <b>12667590</b>   | <b>0</b>       | <b>12667590</b> | <b>50.09%</b>     | <b>0.00%</b>             |
| <b>B. Public Shareholding</b>   |  |                |                 |                   |   |                |                 |                   |                          |
| <b>1. Institutions</b>  |  |                |                 |                   |   |                |                 |                   |                          |
| a. Mutual Funds   | 797698   | 500            | 798198          | 3.16%             | 2544840   | 500            | 2545340         | 10.07%            | 6.91%                    |
| b. Banks/ FI  | 25126  | 100            | 25226           | 0.10%             | 70224   | 100            | 70324           | 0.28%             | 0.18%                    |
| c. Central Govt   |  |                | 0               | 0.00%             |   |                | 0               | 0.00%             | 0.00%                    |
| d. State Govt(s)  | 250000   |                | 250000          | 0.99%             | 250000  |                | 250000          | 0.99%             | 0.00%                    |
| e. Venture Capital Funds  |  |                | 0               | 0.00%             |   |                | 0               | 0.00%             | 0.00%                    |
| f. Insurance Companies  | 515000   |                | 515000          | 2.04%             | 334903  | 0              | 334903          | 1.32%             | (0.71)%                  |
| g. FIs  | 109181   | 500            | 109681          | 0.43%             | 679956  | 500            | 680456          | 2.69%             | 2.26%                    |
| h. Foreign Venture Capital Funds  |  |                | 0               | 0.00%             |   |                | 0               | 0.00%             | 0.00%                    |
| i. Others (specify)   |  |                | 0               | 0.00%             |   |                | 0               | 0.00%             | 0.00%                    |
| <b>Sub-total (B)(1)</b>   | <b>1697005</b>   | <b>1100</b>    | <b>1698105</b>  | <b>6.72%</b>      | <b>3879923</b>  | <b>1100</b>    | <b>3881023</b>  | <b>15.35%</b>     | <b>8.63%</b>             |
| <b>2. Non-Institutions</b>  |  |                |                 |                   |   |                |                 |                   |                          |
| a) Bodies Corp.   |  |                |                 |                   |   |                |                 |                   |                          |
| i) Indian   | 904170   | 8700           | 912870          | 3.61%             | 822908  | 7700           | 830608          | 3.28%             | (0.33)%                  |
| ii) Overseas  |  |                | 0               | 0.00%             |   |                | 0               | 0.00%             | 0.00%                    |
| b) Individuals  |  |                |                 |                   |   |                |                 |                   |                          |
| i) Individual shareholders holding nominal share capital upto ₹ 1 lakh          | 6224939  | 1569742        | 7794681         | 30.82%            | 5279691   | 1471326        | 6751017         | 26.70%            | (4.13)%                  |
| ii) Individual shareholders holding nominal share capital in excess of ₹ 1 lakh | 1248954  |                | 1248954         | 4.94%             | 987227  | 0              | 987227          | 3.90%             | (1.03)%                  |
| c) Others Specify   |  |                |                 |                   |   |                |                 |                   |                          |
| i. Non-Resident Indians   | 193466   | 100            | 193566          | 0.77%             | 139650  | 100            | 139750          | 0.55%             | (0.21)%                  |
| ii. Overseas Corporate Bodies   |  |                | 0               | 0.00%             |   |                | 0               | 0.00%             | 0.00%                    |
| iii. Foreign Nationals  |  |                | 0               | 0.00%             |   |                | 0               | 0.00%             | 0.00%                    |
| iv. Clearing Members  | 770034   |                | 770034          | 3.05%             | 26160   | 0              | 26160           | 0.10%             | (2.94)%                  |
| v. Trusts   | 2200   |                | 2200            | 0.01%             | 4625  | 0              | 4625            | 0.02%             | 0.01%                    |
| vi. Foreign Bodies- DR  |  |                | 0               | 0.00%             |   |                | 0               | 0.00%             | 0.00%                    |
| <b>Sub-total (B)(2)</b>   | <b>9343763</b>   | <b>1578542</b> | <b>10922305</b> | <b>43.19%</b>     | <b>7260261</b>  | <b>1479126</b> | <b>8739387</b>  | <b>34.56%</b>     | <b>(8.63)%</b>           |
| <b>Total Public Shareholding (B)=(B)(1) + (B)(2)</b>                            | <b>11040768</b>  | <b>1579642</b> | <b>12620410</b> | <b>49.91%</b>     | <b>11140184</b>   | <b>1480226</b> | <b>12620410</b> | <b>49.91%</b>     | <b>0.00%</b>             |
| <b>C. Shares held by Custodian for GDRs and ADRs</b>                            |  |                |                 |                   |   |                |                 |                   |                          |
| <b>Grand Total (A+B+C)</b>  | <b>23708358</b>  | <b>1579642</b> | <b>25288000</b> | <b>100.00%</b>    | <b>23807774</b>   | <b>1480226</b> | <b>25288000</b> | <b>100.00%</b>    | <b>0.00%</b>             |

**B. Shareholding of Promoter**

| Sl No. | Shareholder's Name | Shareholding at the beginning of the Year<br>(as on April 1, 2017) |                                  |   | Shareholding at the end of the Year<br>(as on March 31, 2018) |                                  |   | % change 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 Steel Limited | 12667590   | 50.09                            | 0.00  | 12667590  | 50.09                            | 0.00  | NIL                      |

**C. Change in Promoters' Shareholding**

| Particulars  | Shareholding  |                                  | Cumulative Shareholding during the Year<br>(April 1, 2017 - March 31, 2018) |                                  |
|--|---------------|----------------------------------|---|----------------------------------|
|  | No. of shares | % of total shares of the Company | No. of shares   | % of total shares of the Company |
| At the beginning of the year (April 1, 2017)   | 12667590      | 50.09%                           |   |                                  |
| Date wise Increase/ Decrease in Promoters Shareholding during the year specifying the reasons for increase/ decrease (e.g. allotment/transfer/bonus/ sweat equity etc) | -             | -                                | -   | -                                |
| At the end of the year (March 31, 2018)  |               |                                  | 12667590  | 50.09%                           |

**D. Shareholding Pattern of Top 10 Shareholders (Other than Directors, Promoters and Holders of GDRs and ADRs)**

| Sl No. | For Each of the Top 10 Shareholders  | Particulars     | Shareholding at the beginning of the year i.e. April 1, 2017 |                                  | Cumulative Shareholding during the Year |                                  |
|--------|--|-----------------|--|----------------------------------|---|----------------------------------|
|        |  |                 | No. of shares  | % of total shares of the Company | No. of shares                           | % of total shares of the Company |
| 1.     | <b>HDFC Small Cap Fund</b>   |                 |  |                                  |   |                                  |
|        | At the beginning of the year (April 1, 2017)   |                 | 0  | 0.00                             |   |                                  |
|        | Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc) | 03.11.2017-Buy  | 211145   | 0.83                             | 211145                                  | 0.83                             |
|        |  | 10.11.2017-Buy  | 86000  | 0.34                             | 297145                                  | 1.18                             |
|        |  | 17.11.2017-Buy  | 35500  | 0.14                             | 332645                                  | 1.32                             |
|        |  | 24.11.2017-Buy  | 55000  | 0.22                             | 387645                                  | 1.53                             |
|        |  | 01.12.2017-Buy  | 19500  | 0.08                             | 407145                                  | 1.61                             |
|        |  | 08.12.2017-Buy  | 44000  | 0.17                             | 451145                                  | 1.78                             |
|        |  | 15.12.2017-Buy  | 85928  | 0.34                             | 537073                                  | 2.12                             |
|        |  | 22.12.2017-Buy  | 33000  | 0.13                             | 570073                                  | 2.25                             |
|        |  | 05.01.2018-Buy  | 4400   | 0.02                             | 574473                                  | 2.27                             |
|        |  | 09.02.2018-Buy  | 23148  | 0.09                             | 597621                                  | 2.36                             |
|        |  | 16.02.2018-Sell | (8700)   | (0.03)                           | 588921                                  | 2.33                             |
|        |  | 02.03.2018-Buy  | 78400  | 0.31                             | 667321                                  | 2.64                             |
|        |  | 09.03.2018-Buy  | 17900  | 0.07                             | 685221                                  | 2.71                             |
|        |  | 16.03.2018-Buy  | 17900  | 0.07                             | 703121                                  | 2.78                             |
|        |  | 23.03.2018-Buy  | 68000  | 0.27                             | 771121                                  | 3.05                             |
|        | At the end of the year (March 31, 2018)  |                 |  |                                  | <b>771121</b>                           | <b>3.05</b>                      |

| SI No.    | For Each of the Top 10 Shareholders  | Particulars     | Shareholding at the beginning of the year i.e. April 1, 2017 |                                  | Cumulative Shareholding during the Year |                                  |
|-----------|--|-----------------|--|----------------------------------|---|----------------------------------|
|           |  |                 | No. of shares  | % of total shares of the Company | No. of shares                           | % of total shares of the Company |
| <b>2.</b> | <b>Aditya Birla Sun Life Trustee Private Limited A/C Aditya Birla Sun Life Small and Midcap Fund</b>   |                 |  |                                  |   |                                  |
|           | At the beginning of the year (April 1, 2017)   |                 | 193000   | 0.76                             |   |                                  |
|           | Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc) | 28.04.2017-Buy  | 57000  | 0.23                             | 250000                                  | 0.99                             |
|           |  | 19.05.2017-Buy  | 50000  | 0.20                             | 300000                                  | 1.19                             |
|           |  | 14.07.2017-Buy  | 8300   | 0.03                             | 308300                                  | 1.22                             |
|           |  | 21.07.2017-Buy  | 25000  | 0.10                             | 333300                                  | 1.32                             |
|           |  | 28.07.2017-Buy  | 16700  | 0.07                             | 350000                                  | 1.38                             |
|           |  | 18.08.2017-Buy  | 50000  | 0.20                             | 400000                                  | 1.58                             |
|           |  | 25.08.2017-Buy  | 9000   | 0.04                             | 409000                                  | 1.62                             |
|           |  | 08.09.2017-Buy  | 7280   | 0.03                             | 416280                                  | 1.65                             |
|           |  | 31.12.2017-Buy  | 13200  | 0.05                             | 429480                                  | 1.70                             |
|           |  | 05.01.2018-Buy  | 26100  | 0.10                             | 455580                                  | 1.80                             |
|           |  | 12.01.2018-Buy  | 44420  | 0.18                             | 500000                                  | 1.98                             |
|           |  | 16.02.2018-Buy  | 24385  | 0.10                             | 524385                                  | 2.07                             |
|           |  | 30.03.2018-Buy  | 125615   | 0.50                             | 650000                                  | 2.57                             |
|           | At the end of the year (March 31, 2018)  |                 |  |                                  | <b>650000</b>                           | <b>2.57</b>                      |
| <b>3.</b> | <b>Dolly Khanna</b>  |                 |  |                                  |   |                                  |
|           | At the beginning of the year (April 1, 2017)   |                 | 267108   | 1.06                             |   |                                  |
|           | Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc) | 14.04.2017-Buy  | 3805   | 0.02                             | 270913                                  | 1.07                             |
|           |  | 28.04.2017-Sell | (2000)   | (0.01)                           | 268913                                  | 1.06                             |
|           |  | 05.05.2017-Buy  | 7521   | 0.03                             | 276434                                  | 1.09                             |
|           |  | 12.05.2017-Buy  | 1050   | 0.00                             | 277484                                  | 1.10                             |
|           |  | 19.05.2017-Buy  | 2689   | 0.01                             | 280173                                  | 1.11                             |
|           |  | 26.05.2017-Buy  | 116  | 0.00                             | 280289                                  | 1.11                             |
|           |  | 09.06.2017-Buy  | 15938  | 0.06                             | 296227                                  | 1.17                             |
|           |  | 16.06.2017-Buy  | 11761  | 0.05                             | 307988                                  | 1.22                             |
|           |  | 23.06.2017-Buy  | 680  | 0.00                             | 308668                                  | 1.22                             |
|           |  | 30.06.2017-Buy  | 710  | 0.00                             | 309378                                  | 1.22                             |
|           |  | 07.07.2017-Buy  | 675  | 0.00                             | 310053                                  | 1.23                             |
|           |  | 14.07.2017-Buy  | 2815   | 0.01                             | 312868                                  | 1.24                             |
|           |  | 28.07.2017-Sell | (4765)   | (0.02)                           | 308103                                  | 1.22                             |
|           |  | 04.08.2017-Sell | (11271)  | (0.04)                           | 296832                                  | 1.17                             |
|           |  | 11.08.2017-Sell | (2000)   | (0.01)                           | 294832                                  | 1.17                             |
|           |  | 18.08.2017-Sell | (755)  | (0.00)                           | 294077                                  | 1.16                             |
|           |  | 25.08.2017-Sell | (3625)   | (0.01)                           | 290452                                  | 1.15                             |
|           |  | 01.09.2017-Sell | (2730)   | (0.01)                           | 287722                                  | 1.14                             |
|           |  | 15.09.2017-Sell | (2175)   | (0.01)                           | 285547                                  | 1.13                             |
|           |  | 22.09.2017-Sell | (3955)   | (0.02)                           | 281592                                  | 1.11                             |
|           |  | 30.09.2017-Sell | (5500)   | (0.02)                           | 276092                                  | 1.09                             |
|           |  | 13.10.2017-Sell | (1000)   | (0.00)                           | 275092                                  | 1.09                             |
|           |  | 03.11.2017-Buy  | 490  | 0.00                             | 275582                                  | 1.09                             |
|           |  | 10.11.2017-Sell | (1885)   | (0.01)                           | 273697                                  | 1.08                             |
|           |  | 05.01.2018-Sell | (1965)   | (0.01)                           | 271732                                  | 1.07                             |
|           |  | 12.01.2018-Sell | (2171)   | (0.01)                           | 269561                                  | 1.07                             |
|           |  | 19.01.2018-Sell | (2000)   | (0.01)                           | 267561                                  | 1.06                             |
|           |  | 16.03.2018-Sell | (2000)   | (0.01)                           | 265561                                  | 1.05                             |
|           |  | 23.02.2018-Buy  | 10598  | 0.04                             | 276159                                  | 1.09                             |
|           |  | 02.03.2018-Buy  | 6100   | 0.02                             | 282259                                  | 1.12                             |

| SI No.    | For Each of the Top 10 Shareholders  | Particulars     | Shareholding at the beginning of the year i.e. April 1, 2017 |                                  | Cumulative Shareholding during the Year |                                  |
|-----------|--|-----------------|--|----------------------------------|---|----------------------------------|
|           |  |                 | No. of shares  | % of total shares of the Company | No. of shares                           | % of total shares of the Company |
|           |  | 09.03.2018-Buy  | 2000   | 0.01                             | 284259                                  | 1.12                             |
|           |  | 16.03.2018-Buy  | 2000   | 0.01                             | 286259                                  | 1.13                             |
|           |  | 23.03.2018-Buy  | 14500  | 0.06                             | 300759                                  | 1.19                             |
|           | At the end of the year (March 31, 2018)  |                 |  |                                  | <b>300759</b>                           | <b>1.19</b>                      |
| <b>4.</b> | <b>ITPL - Invesco India Contra Fund</b>  |                 |  |                                  |   |                                  |
|           | At the beginning of the year (April 1, 2017)   |                 | 0  | 0.00                             |   |                                  |
|           | Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc) | 07.04.2017-Buy  | 32959  | 0.13                             | 32959                                   | 0.13                             |
|           |  | 28.04.2017-Buy  | 38626  | 0.15                             | 71585                                   | 0.28                             |
|           |  | 16.06.2017-Buy  | 37184  | 0.15                             | 108769                                  | 0.43                             |
|           |  | 07.07.2017-Buy  | 44570  | 0.18                             | 153339                                  | 0.61                             |
|           |  | 28.07.2017-Buy  | 39576  | 0.16                             | 192915                                  | 0.76                             |
|           |  | 30.09.2017-Sell | (46770)  | (0.18)                           | 146145                                  | 0.58                             |
|           |  | 03.11.2017-Buy  | 39584  | 0.16                             | 185729                                  | 0.73                             |
|           |  | 08.12.2017-Buy  | 74194  | 0.29                             | 259923                                  | 1.03                             |
|           | At the end of the year (March 31, 2018)  |                 |  |                                  | <b>259923</b>                           | <b>1.03</b>                      |
| <b>5.</b> | <b>West Bengal Industrial Development Corporation Ltd</b>  |                 |  |                                  |   |                                  |
|           | At the beginning of the year (April 1, 2017)   |                 | 250000   | 0.99                             |   |                                  |
|           | Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc) |                 | -  | -                                | -                                       | -                                |
|           | At the end of the year (March 31, 2018)  |                 |  |                                  | <b>250000</b>                           | <b>0.99</b>                      |
| <b>6.</b> | <b>General Insurance Corporation of India</b>  |                 |  |                                  |   |                                  |
|           | At the beginning of the year (April 1, 2017)   |                 | 250000   | 0.99                             |   |                                  |
|           | Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc) | 28.04.2017-Sell | (20000)  | (0.08)                           | 230000                                  | 0.91                             |
|           |  | 31.12.2017-Sell | (13850)  | (0.05)                           | 216150                                  | 0.85                             |
|           |  | 05.01.2018-Sell | (16150)  | (0.06)                           | 200000                                  | 0.79                             |
|           | At the end of the year (March 31, 2018)  |                 |  |                                  | <b>200000</b>                           | <b>0.79</b>                      |
| <b>7.</b> | <b>DSP Blackrock Small Cap Fund</b>  |                 |  |                                  |   |                                  |
|           | At the beginning of the year (April 1, 2017)   |                 | 162370   | 0.64                             |   |                                  |
|           | Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc) | 09.06.2017-Buy  | 10311  | 0.04                             | 172681                                  | 0.68                             |
|           |  | 30.06.2017-Buy  | 11547  | 0.05                             | 184228                                  | 0.73                             |
|           |  | 07.07.2017-Sell | (8254)   | (0.03)                           | 192482                                  | 0.76                             |
|           | At the end of the year (March 31, 2018)  |                 |  |                                  | <b>192482</b>                           | <b>0.76</b>                      |

| SI No.     | For Each of the Top 10 Shareholders  | Particulars     | Shareholding at the beginning of the year i.e. April 1, 2017 |                                  | Cumulative Shareholding during the Year |                                  |
|------------|--|-----------------|--|----------------------------------|---|----------------------------------|
|            |  |                 | No. of shares  | % of total shares of the Company | No. of shares                           | % of total shares of the Company |
| <b>8.</b>  | <b>Rising India Focus Fund Limited</b>   |                 |  |                                  |   |                                  |
|            | At the beginning of the year (April 1, 2017)   |                 | 0  | 0.00                             |   |                                  |
|            | Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc) | 19.05.2017-Buy  | 69000  | 0.27                             | 69000                                   | 0.27                             |
|            |  | 02.06.2017-Buy  | 39305  | 0.16                             | 108305                                  | 0.43                             |
|            |  | 09.06.2017-Buy  | 33550  | 0.13                             | 141855                                  | 0.56                             |
|            |  | 30.06.2017-Buy  | 6000   | 0.02                             | 147855                                  | 0.58                             |
|            |  | 07.07.2018-Buy  | 23000  | 0.09                             | 170855                                  | 0.68                             |
|            |  | 04.08.2017-Buy  | 15000  | 0.06                             | 185855                                  | 0.73                             |
|            |  | 25.08.2017-Buy  | 6081   | 0.02                             | 191936                                  | 0.76                             |
|            |  | 06.10.2017-Buy  | 6538   | 0.03                             | 198474                                  | 0.78                             |
|            |  | 13.10.2017-Buy  | 5007   | 0.02                             | 203481                                  | 0.80                             |
|            |  | 20.10.2017-Buy  | 6198   | 0.02                             | 209679                                  | 0.83                             |
|            |  | 27.10.2017-Buy  | 8121   | 0.03                             | 217800                                  | 0.86                             |
|            |  | 08.12.2017-Sell | (18005)  | (0.07)                           | 199795                                  | 0.79                             |
|            |  | 15.12.2017-Sell | (13268)  | (0.05)                           | 186527                                  | 0.74                             |
|            | At the end of the year (March 31, 2018)  |                 |  |                                  | <b>186527</b>                           | <b>0.74</b>                      |
| <b>9.</b>  | <b>Emerging Markets Core Equity Portfolio (The Portfolio) of DFA Investment Dimensions Group Inc. (DFAIDG)</b>   |                 |  |                                  |   |                                  |
|            | At the beginning of the year (April 1, 2017)   |                 | 44691  | 0.18                             |   |                                  |
|            | Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc) | 07.04.2017-Buy  | 23314  | 0.09                             | 68005                                   | 0.27                             |
|            |  | 14.04.2017-Buy  | 38948  | 0.15                             | 106953                                  | 0.42                             |
|            |  | 13.10.2017-Buy  | 10662  | 0.04                             | 117615                                  | 0.47                             |
|            |  | 15.12.2017-Buy  | 3240   | 0.01                             | 120855                                  | 0.48                             |
|            |  | 22.12.2017-Buy  | 8531   | 0.03                             | 129386                                  | 0.51                             |
|            |  | 12.01.2018-Buy  | 8168   | 0.03                             | 137554                                  | 0.54                             |
|            |  | 19.01.2018-Buy  | 14829  | 0.06                             | 152383                                  | 0.60                             |
|            |  | 23.02.2018-Buy  | 5096   | 0.02                             | 157479                                  | 0.62                             |
|            | At the end of the year (March 31, 2018)  |                 |  |                                  | <b>157479</b>                           | <b>0.62</b>                      |
| <b>10.</b> | <b>ITPL - Invesco India Mid N Small Cap Fund</b>   |                 |  |                                  |   |                                  |
|            | At the beginning of the year (April 1, 2017)   |                 | 0  | 0.00                             |   |                                  |
|            | Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc) | 21.04.2017-Buy  | 69975  | 0.28                             | 69975                                   | 0.28                             |
|            |  | 28.04.2017-Buy  | 39624  | 0.16                             | 109599                                  | 0.43                             |
|            |  | 02.06.2017-Buy  | 32021  | 0.13                             | 141620                                  | 0.56                             |
|            |  | 21.07.2017-Buy  | 14173  | 0.06                             | 155793                                  | 0.62                             |
|            | At the end of the year (March 31, 2018)  |                 |  |                                  | <b>155793</b>                           | <b>0.62</b>                      |

**E. Shareholding of Directors and Key Managerial Personnel (KMPs)**

| Particulars  | Shareholding  |                                  | Cumulative Shareholding during the Year<br>(April 1, 2017 - March 31, 2018) |                                  |
|--|---------------|----------------------------------|---|----------------------------------|
|  | No. of shares | % of total shares of the Company | No. of shares   | % of total shares of the Company |
| At the beginning of the year (April 1, 2017)   | NIL           | NIL                              | NIL   | NIL                              |
| Date wise Increase /Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc) | NIL           | NIL                              | NIL   | NIL                              |
| At the end of the year (March 31, 2018)  | NIL           | NIL                              | NIL   | NIL                              |

**Note:** None of the Directors or KMPs holds any share in the Company.

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

| Particulars   | Secured Loans<br>excluding Deposits | Unsecured Loans   | Deposits      | (₹ Lakh)           |
|---|-------------------------------------|-------------------|---------------|--------------------|
|   |                                     |                   |               | Total Indebtedness |
| Indebtedness at the beginning of the financial year |                                     |                   |               |                    |
| i. Principal Amount                                 | 6692.16                             | 47,272.66         | 0             | 53,964.82          |
| ii. Interest due but not paid                       | 0                                   | 850.00            | 0             | 850.00             |
| iii. Interest accrued but not due                   | 52.26                               | 126.66            | 317.78        | 496.69             |
| <b>Total (i+ii+iii)</b>                             | <b>6,744.42</b>                     | <b>48,249.32</b>  | <b>317.78</b> | <b>55,311.51</b>   |
| Change in Indebtedness during the financial year    |                                     |                   |               |                    |
| > Addition  | 10,033.73                           | 13,850.00         | 0             | 23,883.73          |
| > Reduction   | (4,911.83)                          | (22,420.60)       | 0             | (27,332.43)        |
| <b>Net Change</b>                                   | <b>5,121.90</b>                     | <b>(8,570.60)</b> | <b>-</b>      | <b>(3,448.70)</b>  |
| Indebtedness at the end of the financial year       |                                     |                   |               |                    |
| i. Principal Amount                                 | 11,821.37                           | 38,792.76         |               | 50,614.13          |
| ii. Interest due but not paid                       |                                     | 850.00            |               | 850.00             |
| iii. Interest accrued but not due                   | 44.95                               | 35.96             | 317.78        | 398.68             |
| <b>Total (i+ii+iii)</b>                             | <b>11,866.32</b>                    | <b>39,678.72</b>  | <b>317.78</b> | <b>51,862.81</b>   |

## 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                          |   |   |         | Total Amount  |
|--------|---|---|---|---|---------|---------------|
|        |   | MD  | MD  | WTD   | Manager |               |
|        |   | Mr. Sanjiv Paul<br>(01.04.2017 –<br>30.06.2017) | Mr. Sandeep Kumar<br>(01.07.2017 –<br>31.03.2018) | Mr. Sandeep Kumar<br>(10.04.2017 –<br>30.06.2017) |         |               |
| 1      | Gross salary  |   |   |   |         | (₹ Lakh)      |
|        | (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 | 13.80   | 22.07   | 6.35  | -       | 42.22         |
|        | (b) Value of perquisites u/s 17(2) Income-tax Act, 1961                             | 7.76  | 30.77   | 7.52  | -       | 46.05         |
|        | (c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961             | -   | -   | -   | -       | -             |
| 2      | Stock Option  | -   | -   | -   | -       | -             |
| 3      | Sweat Equity  | -   | -   | -   | -       | -             |
| 4      | Commission  | -   | -   | -   | -       | -             |
|        | (i) as % of profit  | -   | -   | -   | -       | -             |
|        | (ii) others, specify  | -   | -   | -   | -       | -             |
| 5      | Others, please specify-   | -   | -   | -   | -       | -             |
|        | (i) Performance Bonus*  | 20.70   | 44.15   | -   | -       | 64.85         |
|        | (ii) Retirement Benefit   | 3.73  | 5.96  | 1.72  | -       | 11.41         |
|        | <b>Total</b>  | <b>45.99</b>                                    | <b>102.95</b>                                     | <b>15.59</b>                                      | -       | <b>164.53</b> |
|        | Ceiling as per the Companies Act, 2013  | As per Section 197 of the Act                   |   |   |         |               |

\*The bonus has been recommended by the NRC on April 26, 2018 pending approval of the shareholders in the ensuing Annual General Meeting to be held on 2 July, 2018.

### (b) Remuneration to other Directors

| Sl No.    | Name of Directors                                     |                               |              |                | (₹ Lakh)     |
|-----------|---|-------------------------------|--------------|----------------|--------------|
|           |   | Sitting Fees                  | Commission   | Others, if any | Total        |
| <b>I</b>  | <b>Non-Executive Directors *</b>                      |                               |              |                |              |
| 1.        | Ms. Samita Shah                                       | 0                             | 6.84         | -              | 6.84         |
| 2.        | Mr. Sanjiv Paul                                       | 0                             | 5.26         | -              | 5.26         |
|           | <b>Total (I)</b>                                      |                               | <b>12.10</b> | -              | <b>12.10</b> |
| <b>II</b> | <b>Independent Directors</b>                          |                               |              |                |              |
| 1.        | Mr. Krishnava Dutt                                    | 2.80                          | 11.05        | -              | 13.85        |
| 2.        | Dr. Pingali Venugopal                                 | 4.00                          | 13.69        | -              | 17.69        |
| 3.        | Mr. Amit Ghosh  | 2.80                          | 7.37         | -              | 10.17        |
| 4.        | Dr. Rupali Basu                                       | 2.20                          | 5.79         | -              | 7.99         |
|           | <b>Total (II)</b>                                     | <b>11.80</b>                  | <b>37.90</b> | -              |              |
|           | <b>Grand Total (I+II)</b>                             | <b>11.80</b>                  | <b>50.00</b> | -              | <b>61.80</b> |
|           | <b>Overall ceiling as per the Companies Act, 2013</b> | As per Section 197 of the Act |              |                |              |

\*As nominees of Tata Steel, Mr. Paul and Ms. Shah have waived off their share of Commission amounting to ₹ 5,26,316 /- and ₹ 6,84,211 respectively, as per Policy. Hence, the total amount of commission pay-out is ₹ 37,89,473/- i.e. lower by ₹ 12,10,527 /- (to the extent of the shares of Mr. Paul and Ms. Shah).



**(c) Remuneration to Key Managerial Personnel other than MD/WTD/Manager**

| Sl No. Particulars of Remuneration  | Name of KMPs               |                        | (₹ Lakh)     |
|---|----------------------------|------------------------|--------------|
|   | CS                         | CFO                    | Total        |
|   | Mr. Sankar<br>Bhattacharya | Mr. Subhra<br>Sengupta | Amount       |
| 1 Gross salary  |                            |                        |              |
| (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 | 9.31                       | 19.51                  | 28.82        |
| (b) Value of perquisites u/s 17(2) Income-tax Act, 1961                             | 7.47                       | 15.49                  | 22.96        |
| (c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961             | -                          | -                      | -            |
| 2 Stock Option  | -                          | -                      | -            |
| 3 Sweat Equity  | -                          | -                      | -            |
| 4 Commission  |                            |                        |              |
| (i) as % of profit  | -                          | -                      | -            |
| (ii) others, specify  | -                          | -                      | -            |
| 5 Others, please specify-   |                            |                        |              |
| (i) Performance Bonus   | 10.02                      | 22.30                  | 32.32        |
| (ii) Retirement Benefit   | 2.51                       | 5.27                   | 7.78         |
| <b>Total</b>  | <b>29.31</b>               | <b>62.57</b>           | <b>91.88</b> |
| <b>Ceiling as per the Companies Act, 2013</b>                                       | -                          | -                      | -            |

**VII. Penalties / Punishment/ Compounding of Offences for the year ended March 31, 2018**

| 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) |
|-------------------------------------|------------------------------|-------------------|--|----------------------------|------------------------------------|
| <b>A. Company</b>                   |                              |                   |  |                            |                                    |
| (i) Penalty                         |                              |                   |  |                            |                                    |
| (ii) Punishment                     |                              |                   |  |                            |                                    |
| (iii) Compounding                   |                              |                   |  |                            |                                    |
| <b>B. Directors</b>                 |                              |                   |  |                            |                                    |
| (i) Penalty                         |                              |                   |  |                            |                                    |
| (ii) Punishment                     |                              |                   |  |                            |                                    |
| (iii) Compounding                   |                              |                   |  |                            |                                    |
| <b>C. Other Officers in Default</b> |                              |                   |  |                            |                                    |
| (i) Penalty                         |                              |                   |  |                            |                                    |
| (ii) Punishment                     |                              |                   |  |                            |                                    |
| (iii) Compounding                   |                              |                   |  |                            |                                    |

Place : Mumbai

Date : April 26, 2018

sd/-  
**Mr. Sandeep Kumar**  
Managing Director

(DIN: 02139274)

sd/-  
**Mr. Sankar Bhattacharya**  
Chief-Corporate Governance  
& Company Secretary  
(ACS: 11438)