

Annexure 5

Form No. MGT-9

Extract Of Annual Return

As on the financial year ended
on 31 March 2020

[Pursuant to Section 92(3) of the Companies
Act, 2013, and Rule 12(1) of the Companies
(Management and Administration) Rules, 2014]

01 Registration and other details

1	CIN	L99999MH1937PLC002641
2	Registration Date	28 April 1937
3	Name of the Company	CG Power and Industrial Solutions Limited
4	Category / Sub-Category of the Company	Public Company Limited by Shares/ Non-Government Company
5	Address of the Registered office and contact details	6th Floor, CG House, Dr A. B. Road, Worli, Mumbai 400 030 Tel +91 22 2423 7777 Fax +91 22 2423 7733
6	Whether listed company	Yes
7	Name, Address and Contact details of Registrar and Transfer Agent, if any	Datamatics Business Solutions Limited (Formerly Datamatics Financial Services Limited) Unit CG Power and Industrial Solutions Limited Address Plot No B-5, Part B Crosslane, MIDC, Andheri (East), Mumbai 400 093. Tel + 91 22 6671 2001 to 6671 2006 Fax + 91 22 6671 2011 E-mail cginvestors@datamaticsbpm.com Contact Person Mr Satish Patil

02 Principal Business Activities of the Company

All the business activities contributing 10% or more of the total turnover of the company

SR. NO.	NAME AND DESCRIPTION OF MAIN PRODUCTS / SERVICES	NIC CODE OF THE PRODUCT / SERVICE	% TO TOTAL TURNOVER OF THE COMPANY
1	Low Tension Motors	27103	51.95
2	Power Transformers and Reactors	27102	21.52
3	Switchgears	27900	13.72

03 Particulars of Holding, Subsidiary and Associate Companies

SR. NO.	NAME OF THE COMPANY	ADDRESS OF THE COMPANY
1	CG Power Equipments Limited	6 th Floor, CG House, Dr. A. B. Road, Worli, Mumbai 400 030
2	CG-PPI Adhesive Products Limited	215, GIDC Industrial Estate, Kundaim, Goa - 403 115
3	CG Power Solutions Limited	6 th Floor, CG House, Dr. A. B. Road, Worli, Mumbai 400 030
4	CG Drives & Automation Germany GmbH	Gießerweg 3, D-38855 Wernigerode Germany
5	CG Drives & Automation Netherlands BV	Polakkers 5, 5531 NX BLADEL Postbus 132, 5530 AC BLADEL, The Netherlands
6	CG Drives & Automation Sweden AB	Mörsaregatan 12 Box 222 25, SE-250 24 Helsingborg, Sweden
7	CG Electric Systems Hungary ZRT*	Soroksáriút 30-34, Haller Gardens Office Building, "C" 5th floor, H-1095 Budapest, Hungary
8	CG-Ganz Generator and Motor Limited Liability Company	H-1095 Budapest, Máriássy utca 7.
9	CG Industrial Holdings Sweden AB	Mörsaregatan 12, 254 66 Helsingborg, Sweden
10	CG International BV	Herikerbergweg 238, 1101 CM, Amsterdam Zuidoost, The Netherlands
11	CG Middle East FZE	DSO-HQ-EG-0607, Dubai Silicon Oasis, Dubai, UAE
12	CG Power Solutions UK Ltd**	294 Audenshaw Road, Audenshaw, Manchester, M34 5PJ, United Kingdom
13	CG Power Americas, LLC	3625 NW, 82nd Ave, Ste 202, Miami, Florida 33166, USA
14	QEI, LLC	60 Fadem Road, Springfield, NJ 07081, USA
15	CG Power Systems Canada Inc	101, Rockman Street, Winnipeg, Manitoba, R3T, OL7, Canada
16	CG Service Systems France SAS***	20, Rue Michel Cazaux Z. I. Courtine, F-84000 Avignon, France
17	CG International Holdings Singapore PTE LTD	79, Robinson Road, #16-01, CPF Building, Singapore, 068897t
18	Crompton Greaves Sales Networks Malaysia Sdn. Bhd. (Formerly known as Crompton Greaves Sales Networks Malaysia Sdn. Bhd)@	Unit No B-1-21, Block B, Jalan Sungai Jernih 8/1 Pusat Perniagaan Seksyen 8, Petaling Jaya 46050, Malaysia
19	PT Crompton Prima Switchgear Indonesia	Nambo Ilir, Kibin, Serang, Banten 42185, Indonesia
20	CG Power & Industrial Solutions Middle East FZCO **	Dubai Airport Free Zone (DAFZA), Building No. 4WA, Office No. 420 P. O. Box 371618, Dubai, UAE

Notes:
1.*CG Electric Systems Hungary ZRT has been declared insolvent by the order dated 7 July 2020 of the Metropolitan Court in Budapest, Hungary.
2.**CG Power Solutions UK Limited and CG Power & Industrial Solutions Middle East FZCO are in the process of liquidation.
3.***CG Service Systems France SAS has completed the divestment on 20 July 2020 and hence ceased to be a subsidiary.
4.*The name of the Company was changed w.e.f. 18 July 2019.
5.CG International BV TR. & Cont. Pvt. Co., LLC (formerly known as Pauwels Middle East Trading & Contracting (Pvt.) Co. LLC), an associate company, was liquidated with effect from 18 June 2019.
6.CG Holdings Americas, LLC, and CG Solutions Americas, LLC, merged with CG Power Americas, LLC, with effect from 1 April 2019.

CIN / GLN	HOLDING / SUBSIDIARY / ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
U31900MH2014PLC258217	Subsidiary	100	2(87)
U24295GA1988PLC000921	Subsidiary	81.42	2(87)
U40300MH2012PLC228170	Subsidiary	100.00	2(87)
Not Applicable	Subsidiary	100.00	2(87)
Not Applicable	Subsidiary	100.00	2(87)
Not Applicable	Subsidiary	100.00	2(87)
Not Applicable	Subsidiary	100.00	2(87)
Not Applicable	Subsidiary	100.00	2(87)
Not Applicable	Subsidiary	100.00	2(87)
Not Applicable	Subsidiary	100.00	2(87)
Not Applicable	Subsidiary	100.00	2(87)
Not Applicable	Subsidiary	100.00	2(87)
Not Applicable	Subsidiary	100.00	2(87)
Not Applicable	Subsidiary	100.00	2(87)
Not Applicable	Subsidiary	51.00	2(87)
Not Applicable	Subsidiary	100.00	2(87)

7.CG Holdings Belgium NV (HBE) and CG Power Systems Belgium NV (PSBE) were declared bankrupt by Enterprise Court of Antwerp, Division Mechelen ("Court") on 3 February 2020 and the Court has appointed Receivers. Based on the legal advice obtained, the Group believes that it no longer retains control over above-mentioned subsidiaries, CG Power Solutions Saudi Arabia Ltd and also of the step down subsidiaries of PSBE viz., CG Power Systems Ireland Ltd, PT CG Power Systems Indonesia and CG Sales Networks France SA (collectively 'HBE Group') w.e.f. the date of bankruptcy. For reasons mentioned in note 2(d) in Statement of Consolidated Financial Results for the quarter and year ended 31 March 2020 communicated to stock exchange vide disclosure dated 27 June 2020, the Group has considered practical expedient to deconsolidate the accounts of the above mentioned subsidiaries w.e.f. 1 January 2020.

04 Shareholding Pattern

A Category-wise shareholding

SR. NO.	CATEGORY OF SHAREHOLDER	NUMBER OF SHARES HELD AT THE BEGINNING OF THE YEAR				NUMBER 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	Individuals / HUF	0	0	0	0.00	0	0	0	0.00	0.00
b	Central Government	0	0	0	0.00	0	0	0	0.00	0.00
c	State Government(s)	0	0	0	0.00	0	0	0	0.00	0.00
d	Bodies Corporate	80,058,574	0	80,058,574	12.77	8,574	0	8,574	0.00	(12.77)
e	Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
f	Any Other (specify)	0	0	0	0.00	0	0	0	0.00	0.00
Sub Total (A)(1)		80,058,574	0	80,058,574	12.77	8,574	0	8,574	0.00	(12.77)
2 Foreign										
a	NRIs-Individuals	0	0	0	0.00	0	0	0	0.00	0.00
b	Other-Individuals	0	0	0	0.00	0	0	0	0.00	0.00
c	Bodies Corporate	0	0	0	0.00	0	0	0	0.00	0.00
d	Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
e	Qualified Foreign Investor	0	0	0	0.00	0	0	0	0.00	0.00
f	Any Other (specify)	0	0	0	0.00	0	0	0	0.00	0.00
Sub Total (A)(2)		0	0	0	0.00	0	0	0	0.00	0.00
Total Shareholding of Promoter and Promoter Group (A)=(A)(1)+(A)(2)		80,058,574	0	80,058,574	12.77	8,574	0	8,574	0.00	(12.77)
B Public shareholding										
1 Institutions										
a	Mutual Funds	176,039,032	4,325	176,043,357	28.09	140,218,643	4,325	140,222,968	22.37	(5.72)
b	Banks / FI	2,590,514	74,425	2,664,939	0.43	80,387,330	74,425	80,461,755	12.84	12.41
c	Central Government	0	0	0	0.00	140	0	140	0.00	0.00
d	State Government(s)	0	0	0	0.00	0	0	0	0.00	0.00
e	Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
f	Insurance Companies	22,426,075	0	22,426,075	3.58	17,016,035	0	17,016,035	2.72	(0.86)
g	FIs	67,942,432	47,149	67,989,581	10.85	36,024,096	47,149	36,071,245	5.76	(5.09)
h	Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
i	Qualified Foreign Investor	0	0	0	0.00	0	0	0	0.00	0.00
j	Alternate Investment Funds	0	0	0	0.00	11,938,021	0	11,938,021	1.90	1.90
k	Other (Specify) -	0	0	0	0.00	2,299,348	0	2,299,348	0.37	0.37
Sub Total (B)(1)		268,998,053	125,899	269,123,952	42.95	287,883,613	125,899	288,009,512	45.96	3.01

SR. NO.	CATEGORY OF SHAREHOLDER	NUMBER OF SHARES HELD AT THE BEGINNING OF THE YEAR				NUMBER 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 Corporate										
(i)	Indian	187,938,573	12,183	187,950,756	29.99	184,750,753	12,183	184,762,936	29.48	(0.51)
(ii)	Overseas	61,250	0	61,250	0.01	61,250	0	61,250	0.01	0.00
b Individuals										
(i)	Individuals - shareholders holding nominal share capital up to ₹ 1 Lakh	63,156,420	3,560,008	66,716,428	10.64	87,999,388	3,187,684	91,187,072	14.54	3.90
(ii)	Individual shareholders holding nominal share capital in excess of ₹ 1 Lakh	16,077,422	121,520	16,198,942	2.58	55,728,287	121,520	55,849,807	8.91	6.33
c	Qualified Foreign Investor	0	0	0	0.00	0	0	0	0.00	0.00
d Other (specify)										
(i)	IEPF Authority	1,282,174	0	1,282,174	0.20	1,388,834	0	1,388,834	0.22	0.02
(ii)	NRI Rep	2,735,267	3,242	2,738,509	0.44	2,702,447	3,242	2,705,689	0.43	(0.01)
(iii)	NRI Non -Rep	1,795,969	42,831	1,838,800	0.29	2,042,737	41,689	2,084,426	0.33	0.04
(iv)	Foreign Bodies	0	0	0	0.00	0	0	0	0.00	0.00
(v)	Foreign National	808	0	808	0.00	808	0	808	0.00	0.00
Sub Total (B)(2)		273,047,883	3,739,784	276,787,667	44.15	334,674,504	3,366,318	338,040,822	53.92	9.77
Total Public Shareholding (B)=(B)(1)+(B)(2)		542,045,936	3,865,683	545,911,619	87.10	622,558,117	3,492,217	626,050,334	99.88	12.78
Total (A+B)		622,104,510	3,865,683	625,970,193	99.88	622,566,691	349,2217	626,058,908	99.89	0.01
c Custodians for GDRs and ADRs										
		775,949	0	775,949	0.12	687,234	0	687,234	0.11	(0.01)
GRAND TOTAL (A)+(B)+(C)		622,880,459	3,865,683	626,746,142	100.00	623,253,925	3,492,217	626,746,142	100.00	0.00

B Shareholding of Promoters and Promoters Group (fractions rounded off to three decimal places)

SR. NO.	SHAREHOLDER'S NAME	SHAREHOLDING AS ON 01.04.2019			SHAREHOLDING AS ON 31.03.2020			% 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	Avantha Holdings Limited	80,050,000	12.772	12.772	0	0	0	(12.772)
2	Varun Prakashan Private Limited	5,022	0.001	0	5,022	0.001	0	0
3	Avantha Realty Limited	3,552	0.001	0	3,552	0.001	0	0
GRAND TOTAL (A)+(B)+(C)		80,058,574	12.774	12.772	8,574	0.002	0	(12.772)

C Change in Promoters' and Promoter Group Shareholding (fractions rounded off to three decimal places)

SR. NO.	NAME OF SHAREHOLDER	SHAREHOLDING AS ON 01.04.2019		DATE OF TRANSACTION	INCREASE / DECREASE IN SHAREHOLDING	REASON	CUMULATIVE SHAREHOLDING DURING THE YEAR (31.03.2020)	
		NO. OF SHARES	% OF TOTAL SHARES OF THE COMPANY				NO. OF SHARES	% OF TOTAL SHARES OF THE COMPANY
1	Avantha Holdings Limited*	80,050,000	12.772	06-05-2019	(80,050,000)	Invoked Pledge	0	0.000
2	Varun Prakashan Private Limited	5,022	0.001	-	-	-	5,022	0.001
3	Avantha Realty Limited	3,552	0.001	-	-	-	3,552	0.001
Total		80,058,574	12.774	-	(80,050,000)	-	8,574	0.002

*On 6 May 2019, Yes Bank Limited invoked its pledge on 80,050,000 equity shares of the Company constituting 12.772% shareholding held by Avantha Holdings Limited (Promoter) in the Company. Consequently on 31 March 2020, the promoters' shareholding decreased to 8,574 equity shares in the Company, constituting 0.002% of total share capital of your Company.

D Shareholding Pattern of top ten Shareholders (Other than Directors, Promoters and Holders of GDRs and ADRs) (Fractions rounded off to two decimal places)

SR. NO.	NAME OF THE SHAREHOLDER	SHAREHOLDING AS ON 01.04.2019		CHANGE IN SHAREHOLDING (NO. OF SHARES) §		SHAREHOLDING AS ON 31.03.2020	
		NO OF SHARES	% OF TOTAL SHARES OF THE COMPANY	INCREASE	DECREASE	NO OF SHARES	% OF TOTAL SHARES OF THE COMPANY
1	Yes Bank Limited*	0	0.00	80,050,000	-	80,050,000	12.77
2	L&T Finance Limited*	0	0.00	62,600,000	-	62,600,000	9.99
3	HDFC Trustee Company Limited-HDFC Equity Fund	57,451,000	9.17	-	-	57,451,000	9.17
4	Bharti (SBM) Holdings Private Limited	31,275,000	4.99	20,694,354	-	51,969,354	8.29
5	Aditya Birla Sun Life Trustee Private Limited A/C Aditya Birla Sun Life Frontline Equity Fund	55,960,974	8.93	-	4,796,610	51,164,364	8.16
6	KKR India Financial Services Private Limited*	0	0.00	50,736,588	-	50,736,588	8.10
7	Franklin Templeton Mutual Fund A/C Franklin India Equity Fund	20,000,000	3.19	2,000,000	-	22,000,000	3.51
8	Pankaj Jayantilal Patel*	0	0.00	15,000,500	-	15,000,500	2.39
9	Life Insurance Corporation of India	17,163,263	2.74	-	3,110,692	14,052,571	2.24
10	KKR India Debt Opportunities Fund II*	0	0.00	11,938,021	-	11,938,021	1.91
11	IDFC Sterling Value Fund**	11,784,000	1.88	-	2,184,000	9,600,000	1.53
12	Abu Dhabi Investment Authority – LGLINV**	8,970,000	1.43	-	8,970,000	0	0.00
13	Vistra ITCL India Limited**	135,392,496	21.60	-	130,296,248	5,096,248	0.81
14	Reliance Capital Trustee Co. Ltd A/C Reliance Multi Cap Fund**	22,319,527	3.56	-	22,319,527	0	0.00
15	Vanguard Total International Stock Index Fund**	6,360,905	1.02	422,820	-	6,783,725	1.08

Note:

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

**Not in the list of top ten shareholders as on 1 April 2019, but is one of the top ten shareholders as on 31 March 2020.

**Not in the list of top ten shareholders as on 31 March 2020 but was one of the top ten shareholders as on 1 April 2019.

E Shareholding of Directors and Key Managerial Personnel

SR. NO.	SHAREHOLDING OF EACH DIRECTORS AND EACH KEY MANAGERIAL PERSONNEL	SHAREHOLDING AS ON 01.04.2019		CUMULATIVE SHAREHOLDING AT THE END OF THE YEAR 31.03.2020	
		NO OF SHARES	% OF TOTAL SHARES OF THE COMPANY	NO OF SHARES	% OF TOTAL SHARES OF THE COMPANY
1	Mr. Ashish Kumar Guha – Independent Director	0	0.00	0	0.00
2	Mr. Narayan K Seshadri – Independent Director	0	0.00	0	0.00
3	Mr. Jitender Balakrishnan – Independent Director	0	0.00	0	0.00
4	Ms. Ramni Nirula – Independent Director	0	0.00	0	0.00
5	Mr. Sudhir Mathur – Whole-time Executive Director	0	0.00	0	0.00
6	Mr. Pradeep Mathur – Independent Director (Appointed w.e.f. 30 December 2019)	NA	NA	0	0.00
7	Dr. Aditi Raja – Independent Director (Appointed w.e.f. 24 January 2020)	NA	NA	0	0.00
8	Dr. Rathin Roy – Independent Director (Appointed w.e.f. 24 January 2020)	NA	NA	0	0.00
9	Mr. Gautam Thapar – Non Executive Director (Ceased w.e.f. 9 October 2019)	0	0.00	NA	NA
10	Dr. Valentin Von Massow – Independent Director* (Ceased w.e.f. 5 August 2019)	13,435	0.00	NA	NA
11	Dr. Omkar Goswami – Non Executive Director (Ceased w.e.f. 14 December 2019)	0	0.00	NA	NA
12	Mr. K N Neelkant – CEO & Managing Director (Ceased w.e.f. 30 September 2019)	0	0.00	NA	NA
13	Mr. V R Venkatesh - Chief Financial Office (Ceased w.e.f. 30 August 2019)	0	0.00	NA	NA
14	Ms. Shikha Kapadia - Company Secretary (Ceased w.e.f. 31 December 2019)	0	0.00	NA	NA
15	Mr. Nimesh Shah - Company Secretary (Appointed w.e.f. 1 January 2020 and ceased w.e.f. 31 January 2020)	NA	NA	NA	NA
16	Mr. Alen Ferns - Company Secretary (Appointed w.e.f. 18 March 2020)	NA	NA	0	0.00

Note: *Dr. Valentin Von Massow held 2,687 GDRs convertible in to 13,435 equity shares of your company.

05 Indebtedness of the Company including interest outstanding / accrued but not due for payment (in ₹ crores)

PARTICULARS	SECURED LOAN EXCLUDING DEPOSITS	UNSECURED LOANS	DEPOSITS	TOTAL INDEBTEDNESS
Indebtedness as at 01.04.2019				
Principal amount	1664.32	791.19	-	2455.51
Interest due but not paid	15.91	-	-	15.91
Interest accrued but not due	12.40	1.72	-	14.12
Total (i+ii+iii)	1692.63	792.91	-	2485.54
Changes in Indebtedness during the financial year				
Addition	353.91	16.48	-	370.39
Reduction	(366.31)	(202.61)	-	(568.92)
Net Changes	(12.40)	(186.13)	-	(198.53)
Indebtedness as at 31.03.2020				
Principal amount	1565.56	594.57	-	2160.13
Interest due but not paid	114.67	12.21	-	126.88
Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	1680.23	606.78	-	2287.01

06 Remuneration of Directors and Key Managerial Personnel

A Remuneration of Managing Director, Whole-time Directors and / or Manager (in ₹ crores)

SR. NO.	PARTICULARS OF REMUNERATION	MR. K N NEELKANT (CEO & MANAGING DIRECTOR)*	MR. SUDHIR MATHUR (WHOLE TIME EXECUTIVE DIRECTOR)#	TOTAL AMOUNT (₹)
1	Gross salary :			
	Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	2.6722	2.6514	5.3236
	Value of perquisites u/s 17(2) Income-tax Act, 1961	0.0020	0.0036	0.0056
	Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission	-	-	-
	as % of profit	-	-	-
	others (Variable Pay / Severance Pay)	-	-	-
5	Others (Provident Fund / Gratuity Fund / Superannuation Fund)	0.0925	0.1365	0.2290
	Total (A)	2.7667	2.7915	5.5582
	Ceiling as per Act (Refer note)			

Note: Due to loss incurred during FY2020, the Company is seeking approval of Members at the ensuing 83rd AGM of the Company for ratifying and confirming the waiver of recovery of managerial remuneration paid to Mr. Sudhir Mathur, Whole Time Executive Director of the Company for the FY2020. Further the Company is also seeking approval at the ensuing AGM for payment of Remuneration to Mr. Sudhir Mathur, for a period of three years starting from 1 April 2020 up to 31 March 2023, in the event of loss or inadequacy of profits in any of these financial years.

*Mr. K. N. Neelkant resigned from the Company w.e.f. 30 September 2019

#Mr. Sudhir Mathur was designated as a Whole Time Executive Director of the Company w.e.f. 10 May 2019. Further, except the above remuneration paid to Mr. Mathur during FY 2019-20 as fixed component, he was not paid any amount by way of performance linked incentives, service contracts, notice period pay, severance fees or stock options.

B Remuneration to other Directors (in ₹ crores)

SR. NO.	PARTICULARS OF REMUNERATION	NAME OF DIRECTORS					TOTAL AMOUNT
		Mr. Gautam Thapar*	Dr. Omkar Goswami**	Dr. Valentin Von Massow***	Ms. Ramni Nirula	Mr. J Balakrishnan	
1	Independent Directors						
	Fee for attending Board and Committee meetings	-	0.2300	-	0.2950	0.4300	
	Commission	-	-	-	-	-	
	Others	-	-	-	-	-	
	Total (1)	-	0.2300	-	0.2950	0.4300	
2	Other Non-Executive Directors						
	Fee for attending Board and Committee meetings	0.0800	-	-	-	-	
	Commissions	-	-	-	-	-	
	Others	-	-	-	-	-	
	Total (2)	0.0800	-	-	-	-	
	Total (B) = (1 + 2)	0.0800	0.2300	-	0.2950	0.4300	

*Ceased to be a Director of the Company w.e.f. 9 October 2019

**Ceased to be a Director of the Company w.e.f. 14 December 2019

***Ceased to be a Director of the Company w.e.f. 5 August 2019

©Change in designation from Independent Director to Whole Time Executive Director w.e.f. 10 May 2019

§Appointed as an Independent Director w.e.f. 30 December 2019

*Appointed as an Independent Director w.e.f. 24 January 2020

C Remuneration to Key Managerial Personnel (KMP) (other than MD / WTD / Manager) (in ₹ crores)

SR. NO.	PARTICULARS OF REMUNERATION	NAME OF KMP				TOTAL AMOUNT
		MR. V R VENKATESH (CHIEF FINANCIAL OFFICER) §	MS. SHIKHA KAPADIA (COMPANY SECRETARY)*	MR. NIMESH SHAH (COMPANY SECRETARY)**	MR. ALEN FERNS (COMPANY SECRETARY)***	
1	Gross salary:					
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	0.7622	0.3911	0.0454	0.0132	1.2119
	(b) Value of perquisites u / s 17(2) Income-tax Act, 1961	-	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-	-
2	Stock Option	-	-	-	-	-
3	Sweat Equity	-	-	-	-	-
4	Commission	-	-	-	-	-
	- as % of profit	-	-	-	-	-
	- Others	-	-	-	-	-
5	Others:					
	- Variable pay	-	0.1142	-	-	0.1142
	- Provident fund, gratuity, super annuation fund	0.0477	0.0253	0.0025	0.0008	0.0763
	Total	0.8099	0.5306	0.0479	0.0140	1.4024

§Terminated w.e.f. 30 August 2019

*Resigned w.e.f. 31 December 2019

**Appointed w.e.f. 01 January 2020 and resigned w.e.f. 31 January 2020

***Appointed w.e.f. 18 March 2020

SR. NO.	PARTICULARS OF REMUNERATION	NAME OF DIRECTORS						TOTAL AMOUNT
		Mr. Narayan K Seshadri	Mr. Ashish Guha	Mr. Sudhir Mathur ®	Mr. Pradeep Mathur §	Dr. Rathin Roy *	Dr. Aditi Raja #	
	Fee for attending Board and Committee meetings	0.2200	0.3800	0.0100	0.0900	0.0400	0.0750	1.7700
	Commission	-	-	-	-	-	-	-
	Others	-	-	-	-	-	-	-
	Total (1)	0.2200	0.3800	0.0100	0.0900	0.0400	0.0750	1.7700
	Fee for attending Board and Committee meetings	-	-	-	-	-	-	0.0800
	Commissions	-	-	-	-	-	-	-
	Others	-	-	-	-	-	-	-
	Total (2)	-	-	-	-	-	-	0.0800
	Total (B) = (1 + 2)	0.2200	0.3800	0.0100	0.0900	0.0400	0.0750	1.8500

Note 1: The remuneration paid to other Directors was within the limits prescribed under the Companies Act 2013 and rules made thereunder.

Note 2: During the FY 2020, the Independent Directors have been paid sitting fees for attending the Board meetings of the Company. Except sitting fees, the Non-Executive Directors have not been paid any remuneration/Bonus / Severance fees / Performance Linked Incentives or by way of any other benefits, during the FY 2019-20. The NEDs are entitled to reimbursement of expenses for participation in the meetings of the Board and Committee thereof.

07 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)
Penalty					
Punishment			NIL		
Compounding					
Directors					
Penalty					
Punishment			NIL		
Compounding					
Net Changes					
Penalty					
Punishment			NIL		
Compounding					

On behalf of the Board of Directors

Ashish Guha

CHAIRMAN

(DIN: 00004364)

Mumbai, 16 September 2020