

**Annexure I**

**FORM NO. MGT 9  
EXTRACT OF ANNUAL RETURN**

**As on financial year ended on 31.03.2020**

**Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company  
(Management & Administration) Rules, 2014.**

**I. REGISTRATION & OTHER DETAILS:**

1.	CIN	U45203KA2003PLC032183
2.	Registration Date	01.07.2003
3.	Name of the Company	Hassan Mangalore Rail Development Company Limited
4.	Category/Sub-category of the Company	Company limited by shares
5.	Address of the Registered office & contact details	MSIL House, 7 <sup>th</sup> Floor # 36, Cunningham Road Bangalore – 560052
6.	Whether listed company	No
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	No

**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)**

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Transportation of goods by rail	491	100%

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES - NIL**

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

A) Category-wise Shareholding

Category of Shareholders	No. of Shares held at the beginning of the year[As on 31-March-2019]				No. of Shares held at the end of the year[As on 31-March-2020]				% Change during the year
	Dem at	Physical	Total	% of Total Shares	Dem at	Physical	Total	% of Total Shares	
<b>A. Promoters</b>	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
(1) <b>Indian</b>	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
a) Individual/ HUF	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
<b>b) Central Govt</b>	Nil	45000000	45000000	40.18	Nil	45000000	45000000	40.18	Nil
<b>c) State Govt(s) (including 1,00,00,000 shares of VTTC &amp; 70,00,000 shares of MSIL)</b>	Nil	45000000	45000000	40.18	Nil	45000000	45000000	40.18	Nil
<b>d) BODY CORPORATES</b>									
i) MEL	Nil	10000000	10000000	8.93	Nil	10000000	10000000	8.93	Nil
ii) NMPT	Nil	10000000	10000000	8.93	Nil	10000000	10000000	8.93	Nil
iii) K-RIDE	Nil	2000000	2000000	1.78	Nil	2000000	2000000	1.78	Nil
e) Banks / FI	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
f) Any other	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
<b>Total shareholding of Promoter (A)</b>	<b>Nil</b>	<b>112000000</b>	<b>112000000</b>	<b>100</b>	<b>Nil</b>	<b>112000000</b>	<b>112000000</b>	<b>100</b>	<b>Nil</b>
<b>B. Public Shareholding</b>	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
<b>Grand Total (A+B+C)</b>	<b>Nil</b>	<b>112000000</b>	<b>112000000</b>	<b>100</b>	<b>Nil</b>	<b>112000000</b>	<b>112000000</b>	<b>100</b>	<b>Nil</b>

**B) Shareholding of Promoters-**

SN	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)	President of India	45000000	40.18	-	45000000	40.18	-	Nil
2)	Governor of Karnataka	28000000	25.00	-	28000000	25.00	-	Nil
3)	M/s. Visvesvaraya Trade Promotion Centre (on behalf of GoK)	10000000	8.93	-	10000000	8.93	-	Nil
4)	M/s. Mysore Sales International Ltd., (on behalf of GoK)	7000000	6.25	-	7000000	6.25	-	Nil
5)	M/s. Mineral Enterprises Ltd	10000000	8.93	-	10000000	8.93	-	Nil
6)	M/s. New Mangalore Port Trust	10000000	8.93	-	10000000	8.93	-	Nil
7)	M/s. Rail Infrastructure Development Company (Karnataka) Ltd.  <b>Following 5 Individuals are holding shares on behalf of K-RIDE</b>	1999995	1.78	-	1999995	1.78	-	Nil
	1) Dr. Sandeep Dave, IAS	1	}		0	}		
	2) Shri. Kapil Mohan, IAS	0			1			
	3) Shri. S. Gagarin, IRTS	2			0			
	4) Shri. Amit Garg, IRSE	0			2			
	5) Shri. S.N. Srinivasa	1			1			
	6) Shri. C. Pradeep	1			1			

**C) Change in Promoters' Shareholding (please specify, if there is no change)**

SN	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	No changes in Promoters Shareholding during the year			
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	No changes in Promoters Shareholding during the year			
	At the end of the year	No changes in Promoters Shareholding during the year			

**D)Shareholding Pattern of top ten Shareholders:**

**(Other than Directors, Promoters and Holders of GDRs and ADRs): Nil**

**E) Shareholding of Directors and Key Managerial Personnel:**

SN	Shri. Kapil Mohan	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	-	-	1	0.0000009
	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	-	-	1	0.0000009
SN	Shri. Amit Garg	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	-	-	2	0.0000018
	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	-	-	2	0.0000018

SN	Shri. S.N. Srinivasa	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	1	0.0000009	1	0.0000009
	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	1	0.0000009	1	0.0000009
SN	Shri. C.Pradeep	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	-	-	1	0.0000009
	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	-	-	1	0.0000009

**V) INDEBTEDNESS - Indebtedness of the Company including interest outstanding/accrued but not due for payment. (Rs.in crores)**

Particulars	Secured Loan excluding Deposits	Unsecured Loan	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount	Nil	Nil	Nil	Nil
ii) Interest due but not paid	Nil	Nil	Nil	Nil
iii) Interest accrued but not due	Nil	Nil	Nil	Nil
<b>Total (i+ii+iii)</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>
<b>Change in Indebtedness during the financial year</b>				
* Addition	Nil	Nil	Nil	Nil
* Reduction	Nil	Nil	Nil	Nil
<b>Net Change</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	Nil	Nil	Nil	Nil
ii) Interest due but not paid	Nil	Nil	Nil	Nil
iii) Interest accrued but not due	Nil	Nil	Nil	Nil
<b>Total (i + ii + iii)</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>

## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

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

Amount in ₹

SN.	Particulars of Remuneration	S. Gagarin* (upto 30.08.2019)	Amit Garg* (fr. 30.08.2019)
		WTD & CEO	WTD & CEO
1	<b>Gross salary</b>		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	17,32,003.00	-
	(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	<b>Stock Option</b>	-	-
3	<b>Sweat Equity</b>	-	-
4	<b>Commission</b> - as % of profit - others, specify...	-	-
5	<b>Others, please specify</b>	-	-
	<b>Total (A)</b>	<b>17,32,003.00</b>	-
	<b>Ceiling as per the Act</b>	-	-

### B. REMUNERATION TO OTHER DIRECTORS

Amount in ₹

SN	Particulars of Remuneration	Name of Directors		
		K. Gayithri	S. Ananthan	Total
	<b>Independent Directors</b>			
1	Fees for attending board/committee meetings	70,000/-	50,000/-	1,20,000/-
	Commission	-	-	-
	Others, please specify	-	-	-
	<b>Total (1)</b>	70,000/-	50,000/-	1,20,000/-
2	<b>Other Non-Executive Directors</b>	<b>No fees nor any commission paid to other Non – Executive Directors for attending board/committee meetings during the year.</b>		
	<b>Total (1 + 2)</b>	70,000/-	50,000/-	1,20,000/-

**C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD**

Amount in ₹

SN	Particulars of Remuneration	Key Managerial Personnel				Total
		S.Gagarin*	S.N. Srinivasa	C. Pradeep	Amit Garg*	
		CEO (upto 30.08.2019)	CS	CFO w.e.f. 06.11.19	CEO w.e.f. 30.08.2019	
1	Gross salary					
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	17,32,003/-	34,39,378/-	7,58,497/-	-	59,29,878/-
	(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, specify...	-	-	-	-	-
5	Others, please specify	-	-	-	-	-
	<b>Total</b>	<b>17,32,003/-</b>	<b>34,39,378/-</b>	<b>7,58,497/-</b>	<b>-</b>	<b>59,29,878/-</b>

\*Shri. S. Gagarin and Shri. Amit Garg were holding office as WTD and CEO of the Company and hence, their remuneration is shown under both the tables.

**VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES – Nil**

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 : NIL</b>					
Penalty					
Punishment					
Compounding					
<b>B. DIRECTORS : NIL</b>					
Penalty					
Punishment					
Compounding					
<b>C. OTHER OFFICERS IN DEFAULT NIL</b>					
Penalty					
Punishment					
Compounding					