

Annexure to the Directors' Report

ANNEXURE B

FORM NO. MGT-9

EXTRACT OF ANNUAL RETURN

As on financial year ended on March 31, 2018

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

I. REGISTRATION & OTHER DETAILS:

1	CIN	L33117PB1984PLC022350
2	Registration Date	02-02-1984
3	Name of the Company	Panacea Biotec Limited
4	Category/Sub-category of the Company	Public Company / Limited by Shares
5	Address of the Registered office & contact details	Ambala-Chandigarh Highway, Lalru-140501, Punjab Phone: +91-1762-505900 E-mail: companysec@panaceabiotec.com Website : www.panacea-biotec.com
6	Whether listed company	Yes
7	Name, Address & Contact Details of the Registrar & Transfer Agent, if any	M/s. Skyline Financial Services Private Limited D-153 A, 1 st Floor, Okhla Indl. Area, Phase-I, New Delhi - 110020, India Phone: 91-11-40450193-97, E-mail: admin@skylinerta.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

S. No.	Name and Description of main Products / Services	NIC Code of the Product / Service	% to total turnover of the Company
1	Manufacture of allopathic Pharmaceuticals preparations	21002	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S. No.	Name and address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1	Radhika Heights Limited	U74899PB1995PLC045879	Wholly Owned Subsidiary	100	2(87)
2	Cabana Construction Private Limited	U80904PB2007PTC045878	Step down Subsidiary	100	2(87)
3	Cabana Structures Limited	U15122PB2007PLC045877	Step down Subsidiary	100	2(87)
4	Nirmala Buildwell Private Limited	U55101PB2007PTC045914	Step down Subsidiary	100	2(87)
5	Nirmala Organic Farms & Resorts Private Limited	U01403PB2010PTC045880	Step down Subsidiary	100	2(87)
6	Radicura Infra Limited	U74899PB1993PLC045881	Step down Subsidiary	100	2(87)
7	Sunanda Infra Limited	U13209PB2007PLC045882	Step down Subsidiary	100	2(87)
8	NewRise Healthcare Private Limited*	U85110DL2002PTC114987	Subsidiary	--	2(87)
9	Rees Investments Limited	Foreign Company	Wholly Owned Subsidiary	100	2(87)
10	Panacea Biotec (International) SA	Foreign Company	Wholly Owned Subsidiary	100	2(87)
11	Panacea Biotec Germany GmbH	Foreign Company	Step down Subsidiary	100	2(87)
12	PanEra Biotec Private Limited #	U24231DL1999PTC102557	Associate	50	2(6)
13	Adveta Power Private Limited #	U40101HP2011PTC031700	Joint Venture	50	2(6)
14	Chiron Panacea Vaccines Private Limited (Under liquidation)	U24230MH2004PTC147790	Joint Venture	50	2(6)

* Ceased to be subsidiary from 21st April, 2017 # Considered as Subsidiary for accounting purposes as per Ind-AS

IV. SHAREHOLDING PATTERN

(Equity Share Capital breakup as percentage of total equity)

(i) Category-wise Shareholding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoter and Promoter Group									
(1) Indian									
a) Individual/ HUF	43,379,113	-	43,379,113	70.82%	43,057,230	-	43,057,230	70.30%	-0.53%
b) Central Government	-	-	-	-	-	-	-	-	-
c) State Government(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corporate	-	-	-	-	-	-	-	-	-
e) Banks / FI	-	-	-	-	-	-	-	-	-

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Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(f) Partnership Firms	2,313,454	-	2,313,454	3.78%	2,313,454	-	2,313,454	3.78%	0.00%
Sub Total (A) (1)	45,692,567	-	45,692,567	74.60%	45,370,684	-	45,370,684	74.07%	-0.53%
(2) Foreign									
a) NRI Individuals	-	-	-	-	-	-	-	-	-
b) Other Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corporate	-	-	-	-	-	-	-	-	-
d) Banks / FI	-	-	-	-	-	-	-	-	-
e) Any other	-	-	-	-	-	-	-	-	-
Sub Total (A) (2)	-	-	-	-	-	-	-	-	-
Total Promoter and Promoter Group Shareholding (A)	45,692,567	-	45,692,567	74.60%	45,370,684	-	45,370,684	74.07%	-0.53%
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	22,250	-	22,250	0.04%	74,283	-	74,283	0.12%	0.08%
c) Central Government	-	-	-	-	-	-	-	-	-
d) State Government(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):	22,250	-	22,250	0.04%	74,283	-	74,283	0.12%	0.08%
2. Non-Institutions									
a) Bodies Corporate									
i) Indian	9,628,660	2,171	9,630,831	15.72%	8,120,522	-	8,120,522	13.26%	-2.47%
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs.1 lakh	3,203,080	418,340	3,621,420	5.91%	3,334,587	332,761	3,667,348	5.99%	0.07%
ii) Individual shareholders holding nominal share capital in excess of Rs.1 lakh	305,572	-	305,572	0.50%	3,515,428	-	3,515,428	5.74%	5.24%
c) Hindu Undivided Family	155,348	-	155,348	0.25%	132,857	-	132,857	0.22%	-0.04%
d) Non Resident Indians	100,345	-	100,345	0.16%	94,329	-	94,329	0.15%	-0.01%
e) Overseas Corporate Bodies	639,350	-	639,350	1.04%	183,850	-	183,850	0.30%	-0.74%
f) Foreign Nationals	-	-	-	-	-	-	-	-	-
g) Clearing Members	58,715	-	58,715	0.10%	26,045	-	26,045	0.04%	-0.05%
h) Trusts	-	-	-	-	-	-	-	-	-
i) Foreign Portfolio Investors	1,021,893	-	1,021,893	1.67%	-	-	-	-	-1.67%
j) Foreign Corporate Bodies	2,455	-	2,455	0.00%	65,400	-	65,400	0.11%	0.10%
Sub-total (B)(2)	15,115,418	420,511	15,535,929	25.36%	15,473,018	332,761	15,805,779	25.81%	0.44%
Total Public Shareholding (B)	15,137,668	420,511	15,558,179	25.40%	15,547,301	332,761	15,880,062	25.93%	0.53%
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	60,830,235	420,511	61,250,746	100%	60,917,985	332,761	61,250,746	100%	0.00%

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(ii) Shareholding of Promoters and Promoters Group

S. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
A.	Promoters							
1	Mr. Soshil Kumar Jain	5,000,000	8.16%	100.00%	5,000,000	8.16%	100.00%	0.00%
2	Mr. Ravinder Jain*	5,712,300	9.33%	-	-	-	0.00%	-9.33%
3	Dr. Rajesh Jain	6,213,500	10.14%	100.00%	6,213,500	10.14%	100.00%	0.00%
4	Mr. Sandeep Jain	4,792,100	7.82%	100.00%	4,792,100	7.82%	100.00%	0.00%
B.	Promoters Group							
5	Mrs. Nirmala Jain	2,511,000	4.10%	-	2,511,000	4.10%	-	0.00%
6	Mrs. Sunanda Jain	935,000	1.53%	-	6,647,300	10.85%	-	9.33%
7	Mrs. Meena Jain	897,000	1.46%	-	897,000	1.46%	-	0.00%
8	Mrs. Pamilla Jain	816,500	1.33%	-	816,500	1.33%	-	0.00%
9	Soshil Kumar Jain (HUF)	2,251,713	3.68%	-	2,251,713	3.68%	-	0.00%
10	Ravinder Jain (HUF)	4,135,000	6.75%	-	4,135,000	6.75%	-	0.00%
11	Rajesh Jain (HUF)	4,368,500	7.13%	-	4,046,617	6.61%	-	-0.53%
12	Sandeep Jain (HUF)	4,105,000	6.70%	-	4,105,000	6.70%	-	0.00%
13	Mr. Sumit Jain	358,500	0.59%	-	358,500	0.59%	-	0.00%
14	Mr. Nipun Jain	-	-	-	-	-	-	-
15	Mrs. Radhika Jain	357,000	0.58%	-	357,000	0.58%	-	0.00%
16	Mrs. Priyanka Jain	318,000	0.52%	-	318,000	0.52%	-	0.00%
17	Mr. Ankesh Jain	307,000	0.50%	-	307,000	0.50%	-	0.00%
18	Mr. Harshet Jain	299,500	0.49%	-	299,500	0.49%	-	0.00%
19	Mr. Abhey Kumar Jain	1,000	0.00%	-	1,000	0.00%	-	0.00%
20	Mrs. Kanta Rani	-	-	-	-	-	-	-
21	Mr. Ashish Jain	500	0.00%	-	500	0.00%	-	0.00%
22	First Lucre Partnership Co.	2,255,815	3.68%	-	2,255,815	3.68%	-	0.00%
23	Second Lucre Partnership Co.	57,639	0.09%	-	57,639	0.09%	-	0.00%

* Ceased to be promoter of the Company w.e.f. 22.02.2018 due to his sad demise on 21.02.2018 and his shares got transmitted in the name of his wife Mrs. Sunanda Jain.

(iii) Change in Promoters and Promoters Group Shareholding (please specify, if there is no change)

S. No.	Shareholder's Name	Shareholding		Date	Increase/ Decrease in Shareholding	Reason	Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company				No. of shares	% of total shares of the Company
A.	Promoters							
1	Mr. Ravinder Jain*							
	at the beginning of the year	5,712,300	9.33%	01.04.2017			5,712,300	9.33%
	change in shareholding			05.03.2018	(5,712,300)	Transmission	-	-
	at the end of the year	-	-	31.03.2018			-	-
B.	Promoters Group							
1	Mrs. Sunanda Jain							
	at the beginning of the year	935,000	1.53%	01.04.2017			935,000	1.53%
	change in shareholding			05.03.2018	5,712,300	Transmission	6,647,300	10.85%
	at the end of the year	6,647,300	10.85%	31.03.2018			6,647,300	10.85%
2	Dr. Rajesh Jain (HUF)							
	at the beginning of the year	4,368,500	7.13%	01.04.2017			4,368,500	7.13%
	change in shareholding			24.10.2017	(78,006)	Transfer	4,290,494	7.00%
				27.11.2017	(103,797)	Transfer	4,186,697	6.84%
				28.11.2017	(75,131)	Transfer	4,111,566	6.71%
				29.11.2017	(64,949)	Transfer	4,046,617	6.61%
	at the end of the year	4,046,617	6.61%	31.03.2018			4,046,617	6.61%

* Ceased to be promoter of the Company w.e.f. 22.02.2018 due to his sad demise on 21.02.2018 and his shares got transmitted in the name of his wife Mrs. Sunanda Jain.

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(iv) Shareholding pattern of top 10 Shareholders (Other than Directors, Promoters and Holders of GDRs and ADRs):

S. No.	Shareholder's Name	Shareholding		Date	Increase/ Decrease in Shareholding	Reason	Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company				No. of shares	% of total shares of the Company
1	Serum Institute of India Private Limited							
	at the beginning of the year	8,932,632	14.58%	01.04.2017			8,932,632	14.58%
	change in shareholding			30.03.2018	(3,157,900)	Transfer	5,774,732	9.43%
	at the end of the year	5,774,732	9.43%	31.03.2018			5,774,732	9.43%
2	Adar Cyrus Poonawala							
	at the beginning of the year	-	-	01.04.2017			-	-
	change in shareholding			30.03.2018	3,157,900	Transfer	3,157,900	5.16%
	at the end of the year	3,157,900	5.16%	31.03.2018			3,157,900	5.16%
3	Apoorva Realtors and Finvest Pvt. Ltd.							
	at the beginning of the year	-	-	01.04.2017			-	-
	change in shareholding			11.08.2017	558,886	Transfer	558,886	0.91%
				18.08.2017	34,412	Transfer	593,298	0.97%
				25.08.2017	127,059	Transfer	720,357	1.18%
				01.09.2017	8,212	Transfer	728,569	1.19%
				02.02.2018	32,093	Transfer	760,662	1.24%
	at the end of the year	760,662	1.24%	31.03.2018			760,662	1.24%
4	Chakan Investment Pvt. Ltd.							
	at the beginning of the year	222,149	0.36%	01.04.2017			222,149	0.36%
	change in shareholding				-	-	222,149	0.36%
	at the end of the year	222,149	0.36%	31.03.2018			222,149	0.36%
5	Gain Premium Limited							
	at the beginning of the year	639,350	1.04%	01.04.2017			639,350	1.04%
	change in shareholding			15.12.2017	(10,000)	Transfer	629,350	1.03%
				05.01.2018	9,500	Transfer	638,850	1.04%
				19.01.2018	(200,000)	Transfer	438,850	0.72%
				26.01.2018	(200,000)	Transfer	238,850	0.39%
				02.02.2018	(238,850)	Transfer	-	-
				30.03.2018	183,850	Transfer	183,850	0.30%
	at the end of the year	183,850	0.30%	31.03.2018			183,850	0.30%
6	Corpint Investments Pvt. Ltd.							
	at the beginning of the year	6,842	0.01%	01.04.2017			6,842	0.01%
	change in shareholding			02.02.2018	168,911	Transfer	175,753	0.29%
	at the end of the year	175,753	0.29%	31.03.2018			175,753	0.29%
7	Mukul Mahavir Agarwal							
	at the beginning of the year	-	-	01.04.2017			-	-
	change in shareholding			26.01.2018	116,111	Transfer	116,111	0.19%
				02.02.2018	57,770	Transfer	173,881	0.28%
				09.02.2018	26,119	Transfer	200,000	0.33%
				30.03.2018	(70,000)	Transfer	130,000	0.21%
	at the end of the year	130,000	0.21%	31.03.2018			130,000	0.21%
8	Guttikonda Vara Lakshmi							
	at the beginning of the year	126,000	0.21%	01.04.2017			126,000	0.21%
	change in shareholding			01.09.2017	12,800	Transfer	138,800	0.23%
				27.10.2017	(20,800)	Transfer	118,000	0.19%
				08.12.2017	10,000	Transfer	128,000	0.21%
				15.12.2017	(1,049)	Transfer	126,951	0.21%
				26.01.2018	(1,379)	Transfer	125,572	0.21%
				09.02.2018	(2,850)	Transfer	122,722	0.20%
	at the end of the year	122,722	0.20%	31.03.2018			122,722	0.20%

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S. No.	Shareholder's Name	Shareholding		Date	Increase/ Decrease in Shareholding	Reason	Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company				No. of shares	% of total shares of the Company
9	Priti Ketan Kotecha at the beginning of the year change in shareholding	90,239	0.15%	01.04.2017			90,239	0.15%
				07.04.2017	900	Transfer	91,139	0.15%
				21.04.2017	(3,000)	Transfer	88,139	0.14%
				05.05.2017	700	Transfer	88,839	0.15%
				12.05.2017	9,381	Transfer	98,220	0.16%
				19.05.2017	645	Transfer	98,865	0.16%
				26.05.2017	950	Transfer	99,815	0.16%
				02.06.2017	3,000	Transfer	102,815	0.17%
				09.06.2017	4,352	Transfer	107,167	0.17%
				16.06.2017	4,758	Transfer	111,925	0.18%
				23.06.2017	8,000	Transfer	119,925	0.20%
				30.06.2017	50	Transfer	119,975	0.20%
				07.07.2017	7,455	Transfer	127,430	0.21%
				21.07.2017	1,000	Transfer	128,430	0.21%
				28.07.2017	1,000	Transfer	129,430	0.21%
				04.08.2017	2	Transfer	129,432	0.21%
				11.08.2017	302	Transfer	129,734	0.21%
				18.08.2017	1,192	Transfer	130,926	0.21%
				25.08.2017	215	Transfer	131,141	0.21%
				01.09.2017	(1,711)	Transfer	129,430	0.21%
				08.09.2017	(53,000)	Transfer	76,430	0.12%
				15.09.2017	(20,120)	Transfer	56,310	0.09%
				22.09.2017	4,083	Transfer	60,393	0.10%
				29.09.2017	24,346	Transfer	84,739	0.14%
				06.10.2017	(168)	Transfer	84,571	0.14%
				13.10.2017	108	Transfer	84,679	0.14%
				20.10.2017	62	Transfer	84,741	0.14%
				27.10.2017	1,314	Transfer	86,055	0.14%
				03.11.2017	75	Transfer	86,130	0.14%
				10.11.2017	2,080	Transfer	88,210	0.14%
				17.11.2017	370	Transfer	88,580	0.14%
				24.11.2017	(10,710)	Transfer	77,870	0.13%
				01.12.2017	9,442	Transfer	87,312	0.14%
				08.12.2017	1,210	Transfer	88,522	0.14%
				22.12.2017	3,050	Transfer	91,572	0.15%
				29.12.2017	1,000	Transfer	92,572	0.15%
				05.01.2018	909	Transfer	93,481	0.15%
				12.01.2018	5,010	Transfer	98,491	0.16%
				19.01.2018	(1,640)	Transfer	96,851	0.16%
				26.01.2018	(4,209)	Transfer	92,642	0.15%
				02.02.2018	5,500	Transfer	98,142	0.16%
				09.02.2018	2,000	Transfer	100,142	0.16%
				16.02.2018	(12,516)	Transfer	87,626	0.14%
				23.02.2018	14,837	Transfer	102,463	0.17%
				02.03.2018	50	Transfer	102,513	0.17%
				09.03.2018	604	Transfer	103,117	0.17%
				16.03.2018	(150)	Transfer	102,967	0.17%
				23.03.2018	751	Transfer	103,718	0.17%
				30.03.2018	1,088	Transfer	104,806	0.17%
	at the end of the year	104,806	0.17%	31.03.2018			104,806	0.17%

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(iv) Shareholding pattern of top 10 Shareholders (Other than Directors, Promoters and Holders of GDRs and ADRs):

S. No.	Shareholder's Name	Shareholding		Date	Increase/ Decrease in Shareholding	Reason	Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company				No. of shares	% of total shares of the Company
10	SI Investments and Broking Pvt. Ltd.							
	at the beginning of the year	-	-	01.04.2017			-	-
	change in shareholding			15.09.2017	500	Transfer	500	0.00%
				22.09.2017	(500)		-	-
				16.02.2018	200,000	Transfer	200,000	0.33%
				02.03.2018	(51,624)	Transfer	148,376	0.24%
				09.03.2018	(36,479)	Transfer	111,897	0.18%
				23.03.2018	(9,080)	Transfer	102,817	0.17%
	at the end of the year	102,817	0.17%	31.03.2018			102,817	0.17%
11	BNP Paribas Arbitrage @							
	at the beginning of the year	493,777	0.81%	01.04.2017			493,777	0.81%
	change in shareholding			08.12.2017	(45,777)	Transfer	448,000	0.73%
				15.12.2017	(201,000)	Transfer	247,000	0.40%
				22.12.2017	(229,000)	Transfer	18,000	0.03%
				29.12.2017	(18,000)	Transfer	-	-
	at the end of the year	-	-	31.03.2018			-	-
12	India Opportunities Growth Fund Ltd. - Pinewood Strategy @							
	at the beginning of the year	482,846	0.79%	01.04.2017			482,846	0.79%
	change in shareholding			07.04.2017	(50,000)	Transfer	432,846	0.71%
				14.04.2017	(5,117)	Transfer	427,729	0.70%
				21.04.2017	(50,650)	Transfer	377,079	0.62%
				28.04.2017	(7,140)	Transfer	369,939	0.60%
				04.08.2017	(219,939)	Transfer	150,000	0.24%
				11.08.2017	(150,000)	Transfer	-	-
	at the end of the year	-	-	31.03.2018			-	-
13	Ashwani Jain @							
	at the beginning of the year	179,572	0.29%	01.04.2017			179,572	0.29%
	change in shareholding			16.01.2018	(1,000)	Transfer	178,572	0.29%
				17.01.2018	(1,000)	Transfer	177,572	0.29%
				18.01.2018	(1,500)	Transfer	176,072	0.29%
				19.01.2018	(1,250)	Transfer	174,822	0.29%
				22.01.2018	(500)	Transfer	174,322	0.28%
				23.01.2018	(3,000)	Transfer	171,322	0.28%
				24.01.2018	(11,900)	Transfer	159,422	0.26%
				25.01.2018	(28,752)	Transfer	130,670	0.21%
				29.01.2018	(25,271)	Transfer	105,399	0.17%
				30.01.2018	(12,310)	Transfer	93,089	0.15%
				31.01.2018	(7,500)	Transfer	85,589	0.14%
				01.02.2018	(11,146)	Transfer	74,443	0.12%
				15.02.2018	(17,000)	Transfer	57,443	0.09%
	at the end of the year	57,443	0.09%	31.03.2018			57,443	0.09%
14	Poonawala Investment & Industries Pvt. Ltd. @							
	at the beginning of the year	79,610	0.13%	01.04.2017			79,610	0.13%
	change in shareholding				-	-	79,610	0.13%
	at the end of the year	79,610	0.13%	31.03.2018			79,610	0.13%
15	HS Gowrishankara @							
	at the beginning of the year	78,300	0.13%	01.04.2017			78,300	0.13%
	change in shareholding			21.07.2017	2,114	Transfer	80,414	0.13%
				28.07.2017	86	Transfer	80,500	0.13%
	at the end of the year	80,500	0.13%	31.03.2018			80,500	0.13%

@ Ceased to be in the list of Top 10 shareholders as on March 31, 2018 but was in the list of top 10 shareholders as on April 1, 2017.

Annexure to the Directors' Report

(v) Shareholding of Directors and Key Managerial Personnel

S. No.	Shareholder's Name	Shareholding		Date	Increase/ Decrease in Shareholding	Reason	Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company				No. of shares	% of total shares of the Company
A. Executive Directors:								
1	Mr. Soshil Kumar Jain							
	at the beginning of the year	5,000,000	8.16%	01.04.2017			5,000,000	8.16%
	change in shareholding				-	-	5,000,000	8.16%
	at the end of the year	5,000,000	8.16%	31.03.2018			5,000,000	8.16%
2	Mr. Ravinder Jain*							
	at the beginning of the year	5,712,300	9.33%	01.04.2017			5,712,300	9.33%
	change in shareholding			05.03.2018	(5,712,300)	Transmission	-	-
	at the end of the year	-	-	31.03.2018			-	-
3	Dr. Rajesh Jain							
	at the beginning of the year	6,213,500	10.14%	01.04.2017			6,213,500	10.14%
	change in shareholding				-	-	6,213,500	10.14%
	at the end of the year	6,213,500	10.14%	31.03.2018			6,213,500	10.14%
4	Mr. Sandeep Jain							
	at the beginning of the year	4,792,100	7.82%	01.04.2017			4,792,100	7.82%
	change in shareholding				-	-	4,792,100	7.82%
	at the end of the year	4,792,100	7.82%	31.03.2018			4,792,100	7.82%
5	Mrs. Sunanda Jain**							
	at the beginning of the year	935,000	1.53%	01.04.2017			935,000	1.53%
	change in shareholding			05.03.2018	5,712,300	Transmission	6,647,300	10.85%
	at the end of the year	6,647,300	10.85%	31.03.2018			6,647,300	10.85%
6	Mr. Sumit Jain							
	at the beginning of the year	358,500	0.59%	01.04.2017			358,500	0.59%
	change in shareholding				-	-	358,500	0.59%
	at the end of the year	358,500	0.59%	31.03.2018			358,500	0.59%
7	Mr. Ankesh Jain							
	at the beginning of the year	307,000	0.50%	01.04.2017			307,000	0.50%
	change in shareholding				-	-	307,000	0.50%
	at the end of the year	307,000	0.50%	31.03.2018			307,000	0.50%
B. Non Executive Directors:								
1	Mr. Raghava Lakshmi Narasimhan							
	at the beginning of the year	-	-	01.04.2017			-	-
	change in shareholding				-	-	-	-
	at the end of the year	-	-	31.03.2018			-	-
2	Mr. Namdeo Narayan Khamitkar							
	at the beginning of the year	-	-	01.04.2017			-	-
	change in shareholding				-	-	-	-
	at the end of the year	-	-	31.03.2018			-	-
3	Mr. Krishna Murari Lal							
	at the beginning of the year	-	-	01.04.2017			-	-
	change in shareholding				-	-	-	-
	at the end of the year	-	-	31.03.2018			-	-
4	Mr. Om Prakash Kelkar							
	at the beginning of the year	-	-	01.04.2017			-	-
	change in shareholding				-	-	-	-
	at the end of the year	-	-	31.03.2018			-	-
5	Mrs. Manjula Upadhyay							
	at the beginning of the year	-	-	01.04.2017			-	-
	change in shareholding				-	-	-	-
	at the end of the year	-	-	31.03.2018			-	-
6	Mr. Mukul Gupta							
	at the beginning of the year	-	-	01.04.2017			-	-
	change in shareholding				-	-	-	-
	at the end of the year	-	-	31.03.2018			-	-
C. Key Managerial Personnel (KMPs):								
1	Mr. Vinod Goel (Company Secretary)							
	at the beginning of the year	250	0.00%	01.04.2017			250	0.00%
	change in shareholding				-	-	250	0.00%
	at the end of the year	250	0.00%	31.03.2018			250	0.00%
2	Mr. Devender Gupta (Chief Financial Officer)							
	at the beginning of the year	-	-	01.04.2017			-	-
	change in shareholding				-	-	-	-
	at the end of the year	-	-	31.03.2018			-	-

* Ceased to be director of the Company w.e.f. 22.02.2018 due to his sad demise on 21.02.2018. **Appointed as Whole-time Director of the Company w.e.f. 12.03.2018.

Annexure to the Directors' Report

V. INDEBTEDNESS

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

(Rs. in million)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	9,588.70	551.63	-	10,140.33
ii) Interest due but not paid	125.73	106.01	-	231.74
iii) Interest accrued but not due	7.03	2.52	-	9.55
Total (i+ii+iii)	9,721.46	660.16	-	10,381.62
Change in Indebtedness during the financial year				
Addition	-	37.30	-	37.30
Reduction	651.78	-	-	651.78
Net Change	(651.78)	37.30	-	(614.48)
Indebtedness at the end of the financial year				
i) Principal Amount	9,061.63	540.64	-	9,602.27
ii) Interest due but not paid	1.77	143.13	-	144.90
iii) Interest accrued but not due	6.28	13.69	-	19.97
Total (i+ii+iii)	9,069.68	697.46	-	9,767.14

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

(Rs. in million)

S. No.	Particulars of Remuneration	Name of MD/WTD/ Manager							Total Amount
		Mr. Soshil Kumar Jain	Mr. Ravinder Jain*	Dr. Rajesh Jain**	Mr. Sandeep Jain	Mrs. Sunanda Jain***	Mr. Sumit Jain	Mr. Ankesh Jain	
	Designation	Chairman	Managing Director	Managing Director	Joint Managing Director	Whole-time Director	Director (Operations & Projects)	Director (Sales & Marketing)	
1	Gross salary								
	(a) Salary as per provisions of Section 17(1) of the Income-tax Act, 1961	9.60	6.45	6.00	5.52	0.26	3.60	1.80	33.23
	(b) Value of perquisites u/s 17(2) of the Income-tax Act, 1961	1.10	3.77	1.25	1.08	0.05	0.51	0.50	8.26
	(c) Profits in lieu of salary under Section 17(3) of Income-tax Act, 1961	-	-	-	-	-	-	-	-
2	Stock Option	-	-	-	-	-	-	-	-
3	Sweat Equity	-	-	-	-	-	-	-	-
4	Commission	-	-	-	-	-	-	-	-
	- as % of profit	-	-	-	-	-	-	-	-
	- others	-	-	-	-	-	-	-	-
5	Others	-	-	-	-	-	-	-	-
	Total	10.70	10.22	7.25	6.60	0.31	4.11	2.30	41.49

* Ceased to be director of the Company w.e.f. 22.02.2018 due to his sad demise on 21.02.2018.

** Elevated to the position of Managing Director of the Company w.e.f. 12.03.2018.

*** Appointed as Whole-time Director of the Company w.e.f. 12.03.2018.

B. Remuneration to other Directors

(Rs. in million)

b. Remuneration to Other Directors								(Rs. in millions)
S. No.	Particulars of Remuneration	Name of Directors						Total Amount
		Mr. R. L. Narasimhan	Mr. N. N. Khamitkar	Mr. K. M. Lal	Mr. O. P. Kelkar	Mrs. Manjula Upadhyay	Mr. Mukul Gupta	
1	Fee for attending board / committee meetings	0.34	0.26	0.34	0.25	0.25	0.25	1.69
2	Commission	-	-	-	-	-	-	-
3	Others- monthly allowances	-	-	-	-	-	-	-
	Total	0.34	0.26	0.34	0.25	0.25	0.25	1.69

Annexure to the Directors' Report

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

				(Rs. in million)
S. No.	Particulars of Remuneration	Name of Key Managerial Personnel		Total Amount
	Name	Mr. Vinod Goel	Mr. Devender Gupta	
	Designation	Group CFO and Head Legal & CS	CFO & Head IT	
1	Gross salary			
	(a) Salary as per provisions of Section 17(1) of the Income-tax Act, 1961	5.08	3.98	9.06
	(b) Value of perquisites u/s 17(2) of the Income-tax Act, 1961	0.02	0.0	0.0
	(c) Profits in lieu of salary under Section 17(3) of the Income- tax Act, 1961	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission	-	-	-
	- as % of profit	-	-	-
	- others	-	-	-
5	Others	-	-	-
	Total	5.10	3.98	9.06

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

During the year 2017-18, there were no penalties/punishment/ compounding of offences under the Companies Act, 2013

Note: 0.0 under "Rs. in millions" represents amount less than Rs.50,000, 0.0 under units represents units less than 50,000 and 0.00% under percentage represents percentage less than 0.01%. Further, the figures shown in the tables may not exactly add up due to rounding off.

For and on behalf of the Board

Place : New Delhi
Dated : August 14, 2018

Soshil Kumar Jain
Chairman