

**FORM NO. MGT 9**  
**EXTRACT OF ANNUAL RETURN**  
**as on the financial year ended on 31<sup>st</sup> December 2019**  
**[Pursuant to Section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies**  
**(Management & Administration) Rules, 2014]**

**I. REGISTRATION & OTHER DETAILS:**

1	CIN:	L15202DL1959PLC003786
2	Registration Date	28 <sup>th</sup> March, 1959
3	Name of the Company	Nestlé India Limited
4	Category/Sub-category of the Company	Public Company Limited by Shares
5	Address of the Registered office & contact details	100 / 101, World Trade Centre, Barakhamba Lane, New Delhi – 110001, India Ph.: 011-23418891 Fax.: 011-23415130 investor@in.nestle.com
6	Whether listed company	Yes
7	Name, Address & Contact details of the Registrar & Transfer Agent, if any.	M/s Alankit Assignments Limited, 1E/13, Jhandewalan Extension, New Delhi 110055 011-42541234, 011-23541234 rta@alankit.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:-

Sl. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the
1	Milk Products and Nutrition	201, 209, 219	45.97
2	Prepared dishes and cooking aids	219	28.45
3	Powder and Liquid Beverages	209, 213, 214, 219	12.21
4	Confectionery	209	13.37

**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	Nestlé S.A., Avenue Nestlé 55, CH-1800 Vevey, Switzerland	Not Applicable	Holding	34.28	2(87)
2	MAGGI Enterprises Limited, Zugerstrasse 8, CH-6330 Cham, Switzerland	Not Applicable	Holding	28.48	2(87)

**IV. SHAREHOLDING PATTERN (Equity Share Capital Break up 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	
<b>A. Promoters</b>									
(1) Indian									
a) Individual/ HUF	-	-	-	-	-	-	-	-	-
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corporate	-	-	-	-	-	-	-	-	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
<b>Sub-total (A) (1) :-</b>	-	-	-	-	-	-	-	-	-
(2) Foreign									
a) NRIs- Individuals	-	-	-	-	-	-	-	-	-
b) Other – individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corporate	60,515,079	-	60,515,079	62.76	60,515,079	-	60,515,079	62.76	0
d) Banks/ FI									
e) Any other...									
<b>Sub-total (A) (2) :-</b>	<b>60,515,079</b>	<b>-</b>	<b>60,515,079</b>	<b>62.76</b>	<b>60,515,079</b>	<b>-</b>	<b>60,515,079</b>	<b>62.76</b>	<b>0</b>
<b>Total shareholding of promoter (A) = (A)(1)+(A)(2)</b>	<b>60,515,079</b>	<b>-</b>	<b>60,515,079</b>	<b>62.76</b>	<b>60,515,079</b>	<b>-</b>	<b>60,515,079</b>	<b>62.76</b>	<b>0</b>
<b>B. Public Shareholding</b>									
<b>1. Institutions</b>									
a) Mutual Funds	2,957,240	10,840	2,968,080	3.08	3,972,762	10,822	3,983,584	4.13	1.05
b) Banks / FI	44,729	5,227	49,956	0.05	102,589	5,227	107,816	0.11	0.06
c) Central Govt.	88,063	-	88,063	0.09	63,000	-	63,000	0.07	(0.02)
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	4,046,756	100	4,046,856	4.2	4,358,855	100	4,358,955	4.52	0.32
g) FIIs	126,153	-	126,153	0.13	8,254	-	8,254	0.01	(0.12)
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others	-	-	-	-	-	-	-	-	-
a) Foreign Portfolio Investor	11,792,894	-	11,792,894	12.23	11,632,574	-	11,632,574	12.07	(0.16)
b) Alternative Investment Funds	135,627	-	135,627	0.14	141,832	-	141,832	0.15	0.01
<b>Sub-total (B)(1):-</b>	<b>19,191,462</b>	<b>16,167</b>	<b>19,207,629</b>	<b>19.92</b>	<b>20,279,866</b>	<b>16,149</b>	<b>20,296,015</b>	<b>21.05</b>	

<b>2. Non-Institutions</b>									
a) Bodies Corp.									
i) Indian	2,995,358	7,271	3,002,629	3.11	1,913,924	5,483	1,919,407	1.99	(1.12)
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	7,638,419	722,124	8,360,543	8.67	7,786,326	536,255	8,322,581	8.63	(0.04)
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	4,265,838	181,469	4,447,307	4.61	4,274,385	136,824	4,411,209	4.58	(0.03)
c) Others									
Non - Resident Indians	722,047	3,661	725,708	0.75	757,130	3,621	760,751	0.79	0.04
Foreign Nationals	57	-	57	-	57	-	57	-	-
Overseas Corporate Body (OCB)	500	-	500	-	500	-	500	-	-
Trust	65,495	-	65,495	0.07	94,542	-	94,542	0.10	0.03
IEPF Authority	90,769	-	90,769	0.09	95,575	-	95,575	0.10	0.01
<b>Sub-total (B)(2):-</b>	<b>15,778,483</b>	<b>914,525</b>	<b>16,693,008</b>	<b>17.31</b>	<b>14,922,439</b>	<b>682,183</b>	<b>15,604,622</b>	<b>16.19</b>	
<b>Total Public Shareholding (B)=(B)(1)+ (B)(2)</b>	<b>34,969,945</b>	<b>930,692</b>	<b>35,900,637</b>	<b>37.24</b>	<b>35,202,305</b>	<b>698,332</b>	<b>35,900,637</b>	<b>37.24</b>	
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Grand Total (A+B+C)</b>	<b>95,485,024</b>	<b>930,692</b>	<b>96,415,716</b>	<b>100.00</b>	<b>95,717,384</b>	<b>698,332</b>	<b>96,415,716</b>	<b>100.00</b>	<b>-</b>

**(ii) Shareholding of Promoters-**

Sl. 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	
1	Nestlé S.A.	33,051,399	34.28	-	33,051,399	34.28	-	-
2	MAGGI Enterprises Limited	27,463,680	28.48	-	27,463,680	28.48	-	-

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

There are no changes in the Promoter's shareholding during the financial year 2019.

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

S.No.	Name of the shareholder	Shareholding at the beginning of the year		Date of change of shareholding	Increase/ Decrease in shareholding No. of shares	Reason	Cumulative shareholding during the year	
		No. of shares	% of the total shares				% of total shares of the company	
1	LIFE INSURANCE CORPORATION OF INDIA & OTHERS <sup>@</sup>	3,110,517	3.23	1-Jan-19	0		3,110,517	3.23
				4-Jan-19	(35,291)	Transfer	3,075,226	3.19
				10-Jan-19	(50,302)	Transfer	3,024,924	3.14
				18-Jan-19	(58,811)	Transfer	2,966,113	3.08
				25-Jan-19	(86,852)	Transfer	2,879,261	2.99
				1-Feb-19	(93,880)	Transfer	2,785,381	2.89
				8-Feb-19	(457)	Transfer	2,784,924	2.89
				13-Sep-19	28,021	Transfer	2,812,945	2.92
				20-Sep-19	19,200	Transfer	2,832,145	2.94
				27-Sep-19	5,796	Transfer	2,837,941	2.94
				11-Oct-19	10,900	Transfer	2,848,841	2.95
				18-Oct-19	1,827	Transfer	2,850,668	2.96
				8-Nov-19	19,810	Transfer	28,70,478	2.98
				15-Nov-19	27,028	Transfer	28,97,506	3.01
		22-Nov-19	22,204	Transfer	29,19,710	3.03		
		29-Nov-19	9,760	Transfer	29,29,470	3.04		
		31-Dec-19	-	-	-	29,29,470	3.04	
2	SBI BLUE CHIP FUND <sup>@</sup>	810,624	0.84	1-Jan-19	-	-	810,624	0.84
				8-Feb-19	8,250	Transfer	818,874	0.85
				15-Feb-19	(535)	Transfer	818,339	0.85
				22-Feb-19	(6,389)	Transfer	811,950	0.84
				16-Apr-19	33,650	Transfer	845,600	0.88
				7-Jun-19	7,250	Transfer	852,850	0.88
				21-Jun-19	416	Transfer	853,266	0.88
				12-Jul-19	(3,445)	Transfer	849,821	0.88
				9-Aug-19	(10,000)	Transfer	839,821	0.87
				30-Aug-19	12,714	Transfer	852,535	0.88
				6-Sep-19	37,886	Transfer	890,421	0.92
				27-Sep-19	(45000)	Transfer	845,421	0.88
				30-Sep-19	448,901	Transfer	1,294,322	1.34
				4-Oct-19	5,998	Transfer	1,300,320	1.35
				11-Oct-19	732	Transfer	1,301,052	1.35
				18-Oct-19	3,023	Transfer	1,304,075	1.35
				25-Oct-19	(13,435)	Transfer	1,290,640	1.34
				1-Nov-19	(2,359)	Transfer	1,288,281	1.34
				8-Nov-19	(12,063)	Transfer	1,276,218	1.32
				15-Nov-19	2,150	Transfer	1,278,368	1.33
		22-Nov-19	1,977	Transfer	1,280,345	1.33		
		29-Nov-19	(10,322)	Transfer	1,270,023	1.32		
		6-Dec-19	1,749	Transfer	1,271,772	1.32		
		11-Dec-19	1,004	Transfer	1,272,776	1.32		
		13-Dec-19	855	Transfer	1,273,631	1.32		
		20-Dec-19	1,275	Transfer	1,274,906	1.32		
		27-Dec-19	195,794	Transfer	1,470,700	1.53		
		31-Dec-19	3,042	Transfer	1,473,742	1.53		

3	AXIS MUTUAL FUND TRUSTEE LIMITED®	530,029	0.55	1-Jan-19	-	-	530,029	0.55
				4-Jan-19	10,500	Transfer	540,529	0.56
				10-Jan-19	(8,465)	Transfer	532,064	0.55
				18-Jan-19	(9,721)	Transfer	522,343	0.54
				25-Jan-19	11,900	Transfer	534,243	0.55
				1-Feb-19	10,000	Transfer	544,243	0.56
				8-Feb-19	9,000	Transfer	553,243	0.57
				15-Feb-19	4,394	Transfer	557,637	0.58
				22-Feb-19	50,000	Transfer	607,637	0.63
				1-Mar-19	7,400	Transfer	615,037	0.64
				8-Mar-19	1,850	Transfer	616,887	0.64
				15-Mar-19	15,000	Transfer	631,887	0.66
				22-Mar-19	10,650	Transfer	642,537	0.67
				5-Apr-19	5,000	Transfer	647,537	0.67
				10-May-19	10,000	Transfer	657,537	0.68
				17-May-19	35,110	Transfer	692,647	0.72
				24-May-19	(350)	Transfer	692,297	0.72
				31-May-19	(92)	Transfer	692,205	0.72
				21-Jun-19	5,250	Transfer	697,455	0.72
				28-Jun-19	13,160	Transfer	710,615	0.74
				5-Jul-19	27,000	Transfer	737,615	0.77
				19-Jul-19	3,000	Transfer	740,615	0.77
				26-Jul-19	(10,200)	Transfer	730,415	0.76
				9-Aug-19	18,000	Transfer	748,415	0.78
				16-Aug-19	7,000	Transfer	755,415	0.78
				23-Aug-19	34,837	Transfer	790,252	0.82
				30-Aug-19	3,001	Transfer	793,253	0.82
				13-Sep-19	(250)	Transfer	793,003	0.82
				20-Sep-19	(493)	Transfer	792,510	0.82
				27-Sep-19	44,681	Transfer	837,191	0.87
				4-Oct-19	55	Transfer	837,246	0.87
		11-Oct-19	7,200	Transfer	844,446	0.88		
		18-Oct-19	14,400	Transfer	858,846	0.89		
		25-Oct-19	112,418	Transfer	971,264	1.01		
		1-Nov-19	50,377	Transfer	1,021,641	1.06		
		8-Nov-19	5,080	Transfer	1,026,721	1.06		
		15-Nov-19	(12)	Transfer	1,026,709	1.06		
		22-Nov-19	2,924	Transfer	1,029,633	1.07		
		29-Nov-19	(6,436)	Transfer	1,023,197	1.06		
		6-Dec-19	(31)	Transfer	1,023,166	1.06		
		11-Dec-19	13,785	Transfer	1,036,951	1.08		
		13-Dec-19	(37)	Transfer	1,036,914	1.08		
		20-Dec-19	33,873	Transfer	1,070,787	1.11		
		27-Dec-19	4,922	Transfer	1,075,709	1.12		
		31-Dec-19	-	-	1,075,709	1.12		
4	ARISAIG PARTNERS (ASIA) PTE LTD. A/C ARISAIG INDIA FUND LIMITED	1,083,366	1.12	1-Jan-19	-	-	1,083,366	1.12
				22-Mar-19	(1,753)	Transfer	1,081,613	1.12
				27-Mar-19	(90,260)	Transfer	991,353	1.03
				23-Aug-19	(22,043)	Transfer	969,310	1.01
				30-Aug-19	(28,837)	Transfer	940,473	0.98
				6-Sep-19	(12,351)	Transfer	928,122	0.96
		6-Dec-19	(23,702)	Transfer	904,420	0.94		

				11-Dec-19	(32,000)	Transfer	872,420	0.90
				13-Dec-19	(22,140)	Transfer	850,280	0.88
				20-Dec-19	(26,334)	Transfer	823,946	0.85
				27-Dec-19	(18,806)	Transfer	805,140	0.84
				31-Dec-19	(13,370)	Transfer	791,770	0.82
5	MIRA PRADEEP SINGH®	805,010	0.83	1-Jan19	-	-	805,010	0.83
				6-Dec-19	(172,910)	Transfer	632,100	0.66
				31-Dec-19	-	-	632,100	0.66
6	VANGUARD TOTAL INTERNATIONAL STOCK INDEX FUND	352,807	0.37	1-Jan-19	-	-	352,807	0.37
				27-Mar-19	4,159	Transfer	356,966	0.37
				5-Apr-19	3,111	Transfer	360,077	0.37
				26-Apr-19	(4,630)	Transfer	355,447	0.37
				10-May-19	3,058	Transfer	358,505	0.37
				14-Jun-19	4,786	Transfer	363,291	0.38
				5-Jul-19	2,926	Transfer	366,217	0.38
				9-Aug-19	2,948	Transfer	369,165	0.38
				16-Aug-19	3,496	Transfer	372,661	0.39
				23-Aug-19	5,368	Transfer	378,029	0.39
				27-Sep-19	(3,054)	Transfer	374,975	0.39
				31-Dec-19	-	-	374,975	0.39
7	ST. JAMES'S PLACE ASIA PACIFIC UNIT TRUST	303,675	0.31	1-Jan-19	-	-	303,675	0.31
				29-Nov-19	52,805	Transfer	356,480	0.37
				31-Dec-19	-	-	356,480	0.37
8	VANGUARD EMERGING MARKETS STOCK INDEX FUND, A SERIES OF VANGUARD INTERNATIONAL EQUITY INDEX FUND	373,749	0.39	1-Jan-19	-	-	373,749	0.39
				1-Feb-19	2,030	Transfer	375,779	0.39
				8-Feb-19	5,011	Transfer	380,790	0.39
				15-Feb-19	1,464	Transfer	382,254	0.40
				22-Mar-19	(9,641)	Transfer	372,613	0.39
				27-Mar-19	805	Transfer	373,418	0.39
				12-Apr-19	805	Transfer	374,223	0.39
				10-May-19	839	Transfer	375,062	0.39
				21-Jun-19	(1,890)	Transfer	373,172	0.39
				28-Jun-19	(10,202)	Transfer	362,970	0.38
				27-Sep-19	(10,912)	Transfer	352,058	0.37
				27-Dec-19	(6,127)	Transfer	345,931	0.36
				31-Dec-19	-	-	345,931	0.36
9	BRIGHT STAR INVESTMENTS PVT LTD®	345,061	0.36	1-Jan-19	-	-	345,061	0.36
				31-Dec-19	-	-	345,061	0.36
10	ABERDEEN GLOBAL INDIAN EQUITY LIMITED	461,062	0.48	1-Jan-19	-	-	461,062	0.48
				27-Sep-19	(33,000)	Transfer	428,062	0.44
				4-Oct-19	(18,150)	Transfer	409,552	0.42
				11-Oct-19	(16,490)	Transfer	393,062	0.41
				18-Oct-19	(18,500)	Transfer	374,562	0.39
				11-Dec-19	(27,000)	Transfer	347,562	0.36
				31-Dec-19	-	-	347,562	0.36
11	ICICI PRUDENTIAL LIFE INSURANCE COMPANY LIMITED#	367,927	0.38	1-Jan-19	-	-	367,927	0.38
				4-Jan-19	817	Transfer	368,744	0.38
				10-Jan-19	(5,246)	Transfer	363,498	0.38
				18-Jan-19	(4,348)	Transfer	359,150	0.37
				25-Jan-19	272	Transfer	359,422	0.37
				1-Feb-19	357	Transfer	359,779	0.37
				8-Feb-19	424	Transfer	360,203	0.37
				15-Feb-19	175	Transfer	360,378	0.37

				22-Feb-19	(105,692)	Transfer	254,686	0.26
				1-Mar-19	(1,128)	Transfer	253,558	0.26
				8-Mar-19	(18,617)	Transfer	234,941	0.24
				15-Mar-19	(13,021)	Transfer	221,920	0.23
				22-Mar-19	(5,847)	Transfer	216,073	0.22
				27-Mar-19	2,081	Transfer	218,154	0.23
				5-Apr-19	(34,726)	Transfer	183,428	0.19
				16-Apr-19	4,146	Transfer	187,574	0.19
				26-Apr-19	4,367	Transfer	191,941	0.20
				3-May-19	(3)	Transfer	191,938	0.20
				7-May-19	(7,312)	Transfer	184,626	0.19
				17-May-19	(9,527)	Transfer	175,099	0.18
				24-May-19	15	Transfer	175,114	0.18
				7-Jun-19	(3,572)	Transfer	171,542	0.18
				21-Jun-19	574	Transfer	172,116	0.18
				28-Jun-19	(3,012)	Transfer	169,104	0.18
				5-Jul-19	370	Transfer	169,474	0.18
				12-Jul-19	(11,310)	Transfer	158,164	0.16
				26-Jul-19	(275)	Transfer	157,889	0.16
				2-Aug-19	20,455	Transfer	178,344	0.18
				9-Aug-19	3,831	Transfer	182,175	0.19
				13-Aug-19	(3,412)	Transfer	178,763	0.19
				16-Aug-19	2,843	Transfer	181,606	0.19
				30-Aug-19	40,730	Transfer	222,336	0.23
				6-Sep-19	(10,926)	Transfer	211,410	0.22
				20-Sep-19	838	Transfer	212,248	0.22
				27-Sep-19	(30,304)	Transfer	181,944	0.19
				30-Sep-19	17,049	Transfer	198,993	0.21
				4-Oct-19	(463)	Transfer	198,530	0.21
				11-Oct-19	4,122	Transfer	202,652	0.21
				18-Oct-19	(2,672)	Transfer	199,980	0.21
				25-Oct-19	(1,593)	Transfer	198,387	0.21
				1-Nov-19	(3,855)	Transfer	194,532	0.20
				8-Nov-19	(2,605)	Transfer	191,927	0.20
				15-Nov-19	(2,154)	Transfer	189,773	0.20
				22-Nov-19	(333)	Transfer	189,440	0.20
				29-Nov-19	(12,496)	Transfer	176,944	0.18
				6-Dec-19	(9,405)	Transfer	186,349	0.19
				11-Dec-19	(2,250)	Transfer	184,099	0.19
				13-Dec-19	(44)	Transfer	184,055	0.19
				20-Dec-19	156	Transfer	184,211	0.19
				27-Dec-19	(22,952)	Transfer	161,259	0.17
				31-Dec-19	(7,936)	Transfer	153,323	0.16
12	BAJAJ ALLIANZ LIFE INSURANCE COMPANY LTD. & OTHERS#	322,909	0.33	1-Jan-19	-	-	322,909	0.33
				10-Jan-19	(22,000)	Transfer	300,909	0.31
				25-Jan-19	(10,000)	Transfer	290,909	0.30
				1-Feb-19	(100)	Transfer	290,809	0.30
				8-Feb-19	(37)	Transfer	290,772	0.30
				15-Feb-19	(18,500)	Transfer	272,272	0.28
				22-Feb-19	(28,000)	Transfer	244,272	0.25
				1-Mar-19	(17,000)	Transfer	227,272	0.24
				8-Mar-19	(20,000)	Transfer	207,272	0.21
				15-Mar-19	(23,000)	Transfer	184,272	0.19

		22-Mar-19	1,000	Transfer	185,272	0.19
		27-Mar-19	(5,000)	Transfer	180,272	0.19
		12-Apr-19	(28,722)	Transfer	151,550	0.16
		16-Apr-19	(12,000)	Transfer	139,550	0.14
		2-May-19	(14,229)	Transfer	125,321	0.13
		3-May-19	19,000	Transfer	144,321	0.15
		7-May-19	7,772	Transfer	152,093	0.16
		10-May-19	(14,000)	Transfer	138,093	0.14
		17-May-19	10,000	Transfer	148,093	0.15
		7-Jun-19	2,000	Transfer	150,093	0.16
		14-Jun-19	11,500	Transfer	161,593	0.17
		21-Jun-19	5,100	Transfer	166,693	0.17
		28-Jun-19	(50)	Transfer	166,643	0.17
		12-Jul-19	(100)	Transfer	166,543	0.17
		26-Jul-19	(14,250)	Transfer	152,293	0.16
		2-Aug-19	10,000	Transfer	162,293	0.17
		9-Aug-19	5,000	Transfer	167,293	0.17
		6-Sep-19	30,000	Transfer	197,293	0.20
		13-Sep-19	(5,450)	Transfer	191,843	0.20
		27-Sep-19	29,000	Transfer	220,843	0.23
		11-Oct-19	15,000	Transfer	235,843	0.24
		25-Oct-19	2,000	Transfer	237,843	0.25
		1-Nov-19	1,500	Transfer	239,343	0.25
		8-Nov-19	(25,000)	Transfer	214,343	0.22
		22-Nov-19	11,000	Transfer	225,343	0.23
		29-Nov-19	14,990	Transfer	240,333	0.25
		11-Dec-19	5,000	Transfer	245,333	0.25
		20-Dec-19	(25,000)	Transfer	220,333	0.23
		27-Dec-19	(10,000)	Transfer	210,333	0.22
		31-Dec-19	-	-	210,333	0.22

Note: The above information is based on the weekly beneficiary position received from depositories.

#Ceased to be in the list of Top 10 shareholders as on 31/12/2019. The same has been reflected above since the shareholder was one of the Top 10 shareholders as on 01/01/2019.

@Shareholding is consolidated based on permanent account number (PAN) of the shareholder.

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

Sl. No.	For each of the Directors and Key Managerial Personnel	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
1	<b>Mr. Shobinder Duggal</b>				
	At the beginning of the year	805	0.00	805	0.00
	Transactions (Purchase/Sale) during the year:	-	-	-	-
	At the end of the year	805	0.00	805	0.00
2	<b>Mr. B. Murli</b>				
	At the beginning of the year	1	0.00	1	0.00
	Transactions (Purchase/Sale) during the year:	-	-	-	-
	At the end of the year	1	0.00	1	0.00

Note: Mr. Suresh Narayanan, Mr. Martin Roemkens, Ms. Rama Bijapurkar, Mr. Rajya Vardhan Kanoria, Ms. Roopa Kudva, Dr. Rakesh Mohan and Dr. (Mrs.) Swati Ajay Pirmal did not hold any shares during the year 2019.



**(V) INDEBTEDNESS**

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

(Rs. in million)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount	-	351.4	-	351.4
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>				
<b>Change in Indebtedness during the financial year</b>				
• Addition	-	180.0	-	180.0
• Reduction	-	-	-	-
<b>Net Change</b>	-	-	-	-
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	-	<b>531.4</b>		<b>531.4</b>

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

(Rs. in million)

Sl. No.	Particulars of Remuneration	Name of MD / WTD / Manager			Total Amount
		Suresh Narayanan (Chairman and Managing Director)	Shobinder Duggal (Executive Director – Finance & Control and CFO)	Martin Roemkens (Executive Director – Technical)	
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	74.23	16.57	33.50	124.30
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	55.19	20.60	10.34	86.13
	(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, (Commission)	29.39	9.69	9.34	48.42
5	Others, (Company's contribution to PF)	2.91	-	1.13	4.04
	<b>Total (A)</b>	<b>161.72</b>	<b>46.86</b>	<b>54.31</b>	<b>262.89</b>
	Ceiling as per the Act	Being 10% of the Net Profits of the Company calculated as per Section 198 of the Companies Act, 2013			2674.90

**B. Remuneration to other directors:**

(Rs. in million)

Sl No	Particulars of Remuneration	Name of Directors						Total Amount
		Rama Bijapurkar	RV Kanoria	Roopa Kudva	Rakesh Mohan	Swati A Piramal	A.K. Mahindra*	
1	<b>Independent Directors</b>							
	Fee for attending board / committee meetings	0.83	0.90	1.15	1.18	0.65	0.23	4.94
	Commission	1.30	1.30	1.30	1.30	1.30	0.32	6.82
	Others, please specify							
	<b>Total (1)</b>							

2	<b>Other Non-Executive Directors</b>							
	Fee for attending board / committee meetings	-	-	-	-	-	-	-
	Commission	-	-	-	-	-	-	-
	Others, please specify	-	-	-	-	-	-	-
	Total (2)	-	-	-	-	-	-	-
	Total (B)=(1+2)	2.13	2.20	2.45	2.48	1.95	0.55	11.76
	Total Managerial Remuneration^							274.65
	Overall Ceiling as per the Act	Being 11% of the net Profits of the Company calculated as per Section 198 of the Companies Act, 2013						2942.39

\* Ceased to be director on 31.03.2019.

^ Total remuneration to Chairman and Managing Director, Whole Time Directors and other Directors (being the total of A and B)

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

(Rs. in million)

Sl. No.	Particulars of Remuneration	Key Managerial Personnel	
		B. Murli (Director- Legal & Company Secretary)	Total
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	15.50	15.50
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	13.45	13.45
	(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, Performance Bonus/Commission	6.83	6.83
5	Others, (Company's contribution to PF)	1.30	1.30
	Total	37.08	37.08

Note: Mr. Suresh Narayanan and Mr. Shobinder Duggal have been appointed as Key Managerial Personnel under Section 204 of the Companies Act, 2013. For details of their remuneration, please refer table VI A above.

### VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES

There were no penalties / punishment / compounding of offences under any sections of the Companies Act, 2013 against the Company or its Directors or other Officers in default, if any, during the year.

On behalf of the Board of Directors

Date : 13<sup>th</sup> February, 2020

Place: Gurugram

Suresh Narayanan  
Chairman and Managing Director