

Annexure to Directors' Report 2019-20

**EXTRACT OF ANNUAL RETURN
for the financial year ended on 31-03-2020**

[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) Company Identification Number (CIN) : L74900TN2004PLC053467
- (ii) Registration Date : 11.06.2004
- (iii) Name of the Company : Sicagen India Limited
- (iv) Category / Sub-Category of the Company : Company limited by Shares / Indian Non-Government Company
- (v) Address of the Registered office and contact details: : 4th Floor, SPIC House, No.88, Mount Road, Guindy, Chennai 600 032.
Ph: 044 – 40754075, Email: info@sicagen.com
- (vi) Whether listed company : Yes
- (vii) Name, Address and Contact details of Registrar and Transfer Agent, if any : M/s.Cameo Corporate Services Ltd
"Subramanian Building" 5th Floor
No.1, Club House Road, Chennai 600 032.
Ph.: 044-28460390, E-mail: investor@cameoindia.com

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	Trading of Building Materials	46	93%

II. 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	South India House Estates & Properties Ltd SPIC House, No.88, Mount Road, Guindy, Chennai 600032.	U65993TN1981PLC009029	Subsidiary	100	2(87)
2	Wilson Cables Private Ltd 142 Gul Circle, Jurong Industrial Estate, Singapore 629602	Foreign Company	Subsidiary	100	2(87)
3	Danish Steel Cluster Private Ltd No.46, Bommasandra, Jigani Link Road, KIADB Industrial Area, Jigani, Bangalore-562106.	U02710KA2004PTC033200	Subsidiary	100	2(87)

III. SHARE HOLDING PATTERN (Equity share capital breakup as percentage of total equity)

i) Category-wise Share Holding:

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% of Change during the Year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(A) Promoters									
(1) Indian									
(a) Individual/HUF	616657	--	616657	1.56	616657	--	616657	1.56	--
(b) Central Govt.	--	--	--	--	--	--	--	--	--
(c) State Govt. (s)	--	--	--	--	--	--	--	--	--
(d) Bodies Corporate	1194146	--	1194146	3.02	1194146	--	1194146	3.02	--
(e) Banks / FI	--	--	--	--	--	--	--	--	--
(f) Any Other	--	--	--	--	--	--	--	--	--
Sub-Total (A)(1)	1810803	--	1810803	4.58	1810803	--	1810803	4.58	--
(2) Foreign									
(a) NRIs -Individuals	48838	--	48838	0.13	48838	--	48838	0.13	--
(b) Other – Individuals	--	--	--	--	--	--	--	--	--
(c) Bodies Corporate	14676751	--	14676751	37.09	14676751	--	14676751	37.09	--
(d) Banks / FI	--	--	--	--	--	--	--	--	--
(e) Any Other	--	--	--	--	--	--	--	--	--
Sub-Total (A)(2)	14725589	--	14725589	37.21	14725589	--	14725589	37.21	--
Total Shareholding of Promoter (A) =(A)(1)+(A)(2)	16536392	--	16536392	41.79	16536392	--	16536392	41.79	--
(B) Public Shareholding									
(1) Institutions									
(a) Mutual Funds	1077	100	1177	0.00	1077	100	1177	0.00	--
(b) Banks/FI	3318	170384	173702	0.43	668	170384	171052	0.43	--
(c) Central Govt.	--	--	--	--	--	--	--	--	--
(d) State Govt. (s)	334	--	334	0.00	334	--	334	0.00	--
(e) Venture Capital funds	--	--	--	--	--	--	--	--	--
(f) Insurance Companies	67770	--	67770	0.17	67770	--	67770	0.17	--
(g) FIs	4881018	--	4881018	12.33	4881018	--	4881018	12.33	--
(h) Foreign Venture Capital Funds	--	--	--	--	--	--	--	--	--
(i) Others (Specify)	--	--	--	--	--	--	--	--	--
Sub-Total (B)(1)	4953517	170484	5124001	12.95	4950867	170484	5124001	12.95	--
(2) Non- Institutions									
(a) Bodies Corporate									
i. Indian	5034245	42308	5076553	12.83	4786804	42294	4829098	12.20	0.63
ii. Overseas	--	--	--	--	--	--	--	--	--
(b) Individuals									
i. Individual share holders holding nominal share capital upto Rs.2 Lakhs	7524052	1073762	8597814	21.73	7400899	1053609	8454508	21.37	0.36

ii. Individual shareholders holding nominal share capital in excess of Rs.2 Lakhs	3392627	--	3392627	8.57	3752477	--	3752477	9.48	-0.91
(c) Others (Specify)									
(a) Clearing Member	37808	--	37808	0.10	37442	--	37442	0.09	--
(b) NRIs	316969	5999	322968	0.82	313184	2,999	316183	0.80	0.02
(c) OCBs	--	--	--	--	--	--	--	--	--
(d) Trusts	--	--	--	--	200	--	200	--	--
(e) HUF	483443	78	483521	1.22	523983	50	524033	1.32	-0.10
Sub-Total (B)(2)	16789144	1122147	17911291	45.26	16814989	1098952	17913941	45.27	--
Total Public Shareholding = (B)(1)+(B)(2)	21742661	1292631	23035292	58.21	21742661	1292631	23035292	58.21	--
(C). Shares held by custodian for GDRs & ADRs	--	--	--	--	--	--	--	--	--
Grand Total (A+B+C)	38214905	1356779	39571684	100.00	38214905	1356779	39571684	100.00	--

(ii). Shareholding of Promoters:

SN	Shareholders' Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% of 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	Ranford Investments Ltd	74,00,649	18.70	-	74,00,649	18.70	-	-
2	Darnolly Investments Ltd	72,76,102	18.39	-	72,76,102	18.39	-	-
3	Southern Petrochemical Industries Corporation Ltd	5,77,681	1.46	-	5,77,681	1.46	-	-
4	ACM Educational Foundation	5,72,043	1.45	-	5,72,043	1.45	-	-
5	A.C.Muthiah	4,23,700	1.07	-	4,23,700	1.07	-	-
6	A.C. Muthiah	1,53,858	0.39	-	1,53,858	0.39	-	-
7	The Express Carriers Ltd	44,200	0.11	-	44,200	0.11	-	-
8	Ashwin C Muthiah	28,504	0.07	-	28,504	0.07	-	-
9	Ashwin C Muthiah	13,334	0.03	-	13,334	0.03	-	-
10	A.C.Muthiah	39,099	0.10	-	39,099	0.10	-	-
11	Valli Ashwin Muthiah	7,000	0.02	-	7,000	0.02	-	-
12	ACM Medical Foundation	109	0.00	-	109	0.00	-	-
13	South India Travels Pvt. Ltd	113	0.00	-	113	0.00	-	-
Total		1,65,36,392	41.79	-	1,65,36,392	41.79	-	-

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

S.No	Shareholders' Name	Shareholding at the beginning of the year		Shareholding at the end of the year		% of change during the year
		No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company	
	--	--	--	--	--	--

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

S.No	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Shareholding at end of the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1	Twinshield Consultants Pvt. Ltd	29,48,810	7.45	29,48,810	7.45
2	Arial Holdings 1	19,75,000	4.99	19,75,000	4.99
3	Ares Diversified	19,36,595	4.89	19,36,595	4.89
4	EOS Multi Strategy Fund Ltd	9,69,423	2.45	9,69,423	2.45
5	P Subramanian	7,29,790	1.84	--	--
6	Mercantile Ventures Ltd	7,29,510	1.84	7,29,510	1.84
7	Mahendra Girdharilal	4,77,447	1.21	4,77,447	1.21
8	Sangeetha S	2,13,560	0.54	739330	1.86
9	Gaylord Sales Private Limited	1,78,037	0.45	1,78,037	0.45
10	Hemant Rikhabchand Shah	1,74,000	0.44	2,88,000	0.73
11	Divya Shabu	1,60,615	0.41	1,70,022	0.43

(v) Shareholding of Directors and Key Managerial Personnel:

S.No	For Each of the Directors and KMP	Shareholding at the beginning of the year		Shareholding at the end of the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1	Ashwin C Muthiah	41,838	0.106	41,838	0.106
2	B.Narendran	2,515	0.006	2,515	0.006
3	Sashikala Srikanth	--	--	--	--
4	Rita Chandrasekar	--	--	--	--
5	S.Radhakrishnan	--	--	--	--
6	R.Chandrasekar	--	--	--	--
7	M.Rajamani	--	--	--	--
8	S.R.Ramakrishnan	--	--	--	--
9	D.Balagopal (CFO) (up to 10.12.2019)	--	--	--	--
10	G Arunmozhi (CS)	--	--	--	--
	Total	44,353	0.112	44,353	0.112

IV. INDEBTEDNESS:

Indebtedness of the Company including interest outstanding/accrued but not due for payment as on 31st March 2020

(Rs.in Lakhs)

	Secured Loans Excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year 01.04.2019				
i) Principal Amount	2991	3524	2	6517
ii) Interest due but not paid	--	--	--	--

iii) Interest accrued but not due	--	--	--	--
Total (i+ii+iii)	2991	3524	2	6517
Change in Indebtedness during the financial year				
Addition	--	--	--	--
Reduction	2429	886	--	3315
Net Change	(2429)	(886)	--	(3315)
Indebtedness at the end of the financial year 31.03.2020				
i) Principal Amount	562	2638	2	3202
ii) Interest due but not paid	--	--	--	--
iii) Interest accrued but not due	--	--	--	--
Total (i+ii+iii)	562	2638	2	3202

V. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

(A). Remuneration to Managing Director (MD), Whole Time Directors (WTD) and/or Manager:

(Amount in Rs.)

S. No	Particulars of Remuneration	Name of Whole Time Director	Total
		R.Chandrasekar	
1	Gross salary		
(a)	Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961	30,00,000	
(b)	Value of perquisites u/s 17(2) of Income Tax Act, 1961	7,54,348	
(c)	Profits in lieu of salary u/S17(3) of Income Tax Act, 1961	--	
2	Stock Option	--	
3	Sweat Equity	--	
4	Commission - as % of profit - others – Performance Pay	-- 2,71,781	
5	Special Allowance	11,10,937	
Total (A)		51,37,066	51,37,066
Ceiling as per the Companies Act, 2013		10% of net profit of the Company	

(B). Remuneration to other Directors:

1(i) Independent Directors

Sl.No	Particulars of Remuneration Name of the Director	Sitting fee paid for attending Board Meetings		
		Amount (Rs.)	Tax deducted (Rs.)	Net amount (Rs.)
1	B Narendran	2,00,000	20,000	1,80,000
2	Sashikala Srikanth	2,00,000	20,000	1,80,000
3	S.Radhakrishnan	1,50,000	15,000	1,35,000
4	Rita Chandrasekar	1,50,000	15,000	1,35,000
5	M.Rajamani	2,00,000	20,000	1,80,000
Total 1(i)		9,00,000	90,000	8,10,000

1(ii) Independent Directors

Sl. No	Particulars of Remuneration Name of the Director	Sitting fee paid for attending Management Committee Meetings		
		Amount (Rs.)	Tax deducted (Rs.)	Net amount (Rs.)
1	B Narendran	90,000	9,000	81,000
2	S.Radhakrishnan	70,000	7,000	63,000

3	M.Rajamani	90,000	9,000	81,000
	Total 1(ii)	2,50,000	25,000	2,25,000

2(i). Other Non-Executive Directors

Sl. No	Particulars of Remuneration Name of the Director	Sitting fee paid for attending Board Meetings		
		Amount (Rs.)	Tax deducted (Rs.)	Net amount (Rs.)
1	Ashwin C Muthiah	2,00,000	61,800	13,82,000
2	S.R.Ramakrishnan	2,00,000	20,000	1,80,000
	Total 2(i)	4,00,000	81,800	15,62,000

2(ii). Other Non-Executive Directors

Sl. No	Particulars of Remuneration Name of the Director	Sitting fee paid for attending Management Committee Meetings		
		Amount (Rs.)	Tax deducted (Rs.)	Net amount (Rs.)
1	Mr.S.R.Ramakrishnan	90,000	9,000	81,000
	Total 2(ii)	90,000	9,000	81,000

	Grand Total (B) [1(i)+1(ii)]+[2(i)+2(ii)]	16,90,000	1,76,800	11,73,200
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Total Managerial Remuneration (excluding sitting fee)	Rs.51,37,066
Overall Ceiling as per the Act	11% of the net profit of the Company

Note: No commission / payments have been paid to the Independent Directors & Non-Executive Directors other than sitting fee during the year 2019-20.

C. Remuneration to other Directors / KMPs other than MD / MANAGER / WTD:

(Amount in Rs.)

S. No	Particulars of Remuneration	D.Balagopal CFO	G.Arunmozhi CS
1 (a)	Salary as per provisions contained in Sec. 17(1) Income-tax Act, 1961	20,22,281	16,16,648
(b)	Value of perquisites u/s 17(2) Income-tax Act, 1961	15,34,155	46,860
(c)	Profits in lieu of salary u/s 17(3) Income-tax Act, 1961		
2	Stock Option		
3	Sweat Equity		
4	Commission - as % of profit - others - Performance Pay	4,20,147	1,23,000
5	Others - LTA	17,397	20,000
	Total (C)	39,93,980	18,06,508

VI. 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
Penalty	--	--	--	--	--

Punishment	--	--	--	--	--
Compounding	--	--	--	--	--
OTHER OFFICERS IN DEFAULT					
Penalty	--	--	--	--	--
Punishment	--	--	--	--	--
Compounding	--	--	--	--	--