

## ANNEXURE 1

**FORM NO. MGT - 9**  
**EXTRACT OF ANNUAL RETURN**  
 As on the financial year ended on 31.03.2019

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	L15200KA1998PLC023489
2.	Registration Date	12 <sup>th</sup> March 1998
3.	Name of the Company	HealthCare Global Enterprises Limited
4.	Category/Sub-category of the Company	Public Company/Limited by shares, Indian Non-Government company
5.	Address of the Registered office & contact details	HCG Tower, No.8, P. Kalinga Rao Road, Sampangi Rama Nagar, Bengaluru, Karnataka, India – 560027 Telephone: +91-80-4660 7700 Email id: sunumanuel@hcgoncology.com
6.	Whether listed company	Yes
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Karvy Fintech Private Limited Karvy Selenium, Tower B, Plot 3F-32, Gachibowli, Financial District, Nanakramguda, Hyderabad 500 032, Telangana, Tel: +91 40 6716 1526 Fax: +91 40 2300 1153, E-mail: einward.ris@karvy.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 company (standalone basis)
1	Hospital activities	86100	87.29
2	Retail sale of pharmaceuticals, medical and orthopaedic goods and toilet articles	47721	10.97

### 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	Healthcare Global Senthil Multi-Specialty Hospitals Private Limited, No. 536, Perundurai Road, Erode – 638 011, Tamil Nadu	U85110TZ2005PTC011740	Subsidiary	100.00%	Section 2(87)
2	Niruja Product Development and Healthcare Research Private Limited, (Formerly known as MIMS HCG Oncology Private Limited), HCG Tower, No. 8, P Kalinga Rao Road, Sampangi Rama Nagar, Bengaluru – 560 027 Karnataka	U73100KA2007PTC044658	Subsidiary	100.00%	Section 2(87)
3	Malnad Hospital & Institute of Oncology Private Limited, No. 600/601, Irwin Road, Mysore – 570 001, Karnataka	U85110KA1997PTC022149	Subsidiary	70.25%	Section 2(87)
4	HCG Medi-Surge Hospitals Private Limited, No. 1, Maharashtra Society, Mithakhali Cross Road, Ellisbridge, Ahmedabad – 380 006, Gujarat	U85110GJ2000PTC037474	Subsidiary	74.00%	Section 2(87)
5	BACC Health Care Private Limited, No. 7, East Park Road, Basement, Kumara Park East, Bengaluru – 560 001, Karnataka (Refer Note 46 to the Consolidated Financial Statements)	U74140KA2002PTC030098	Subsidiary	50.10%	Section 2(87)
6	Apex HCG Oncology Hospitals LLP, Vaishali Heights, Wing "A", Chandawarkar Road, Borivali West, Mumbai 400 092, Maharashtra (alongwith the shareholding of Niruja Product Development and Healthcare Research Private Limited)	AAB- 5593	Subsidiary	100.00%	Section 2(87)
7	Healthcare Diwan Chand Imaging LLP, HCG Tower, No. 8, P Kalinga Rao Road, Sampangi Rama Nagar, Bengaluru – 560 027, Karnataka	AAA-0280	Subsidiary	75.00%	Section 2(87)
8	HCG NCHRI Oncology LLP, HCG Tower, No. 8, P Kalinga Rao Road, Sampangi Rama Nagar, Bengaluru – 560 027, Karnataka	AAA-6655	Subsidiary	76.00%	Section 2(87)
9	HCG Oncology LLP, No. 1, Maharashtra Society, Near Mithakhali Six Road, Ellisbridge, Ahmedabad – 380 006, Gujarat.	AAC-9917	Subsidiary	74.00%	Section 2(87)
10	HCG EKO Oncology LLP, HCG Tower, No. 8, P Kalinga Rao Road, Sampangi Rama Nagar, Bengaluru – 560 027, Karnataka	AAD-9508	Subsidiary	50.50%	Section 2(87)
11	HCG Manavata Oncology LLP, HCG Tower, No. 8, P Kalinga Rao Road, Sampangi Rama Nagar, Bengaluru – 560 027, Karnataka	AAH-1208	Subsidiary	51.00%	Section 2(87)
12	HCG SUN Hospitals LLP, HCG Tower, No. 8, P Kalinga Rao Road, Sampangi Rama Nagar, Bengaluru – 560 027, Karnataka	AAK-6700	Subsidiary	74.00%	Section 2(87)
13	HCG (Mauritius) PVT. LTD., St. Louis Business Centre, CNR Desroches & St Louis Streets, Port Louis, Mauritius	N/A	Subsidiary	100.00%	Section 2(87)

Sl. No.	Name and address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held*	Applicable Section
14	Healthcare Global (Africa) Pvt. Ltd., St Louis Business Centre, CNR Desroches & St Louis Streets, Port Louis, Mauritius	N/A	Subsidiary	76.73%	Section 2(87)
15	HealthCare Global (Uganda) Private Limited, Suite 13, 3 <sup>rd</sup> Floor, Plot 2, Bombo Road City Apartments, PO Box 31176, Kampala, Uganda	N/A	Subsidiary	76.73%	Section 2(87)
16	HealthCare Global (Tanzania) Private Limited, Regency Medical Centre, Alykhan Road, Upanga, PO Box 2029, Daar es Salaam, Tanzania	N/A	Subsidiary	76.73%	Section 2(87)
17	HealthCare Global (Kenya) Private Limited, Jadala Place, Ngong Lane, Near Prestige Plaza, Post Office Box 6493-00200, Nairobi, Kenya	N/A	Subsidiary	76.73%	Section 2(87)
18	Cancer Care Kenya Limited, P. O. Box 39173 – 00623, Nairobi, Kenya	N/A	Subsidiary	59.49%	Section 2(87)
19	Strand Life Sciences Private Limited, 5 <sup>th</sup> Floor, Kirloskar Business Park, Bellary Road, Hebbal, Bengaluru, Karnataka – 560024 (Shareholding on fully diluted basis)	U85199KA2000PTC027913	Associate	38.2%	Section 2(6)

\*Representing aggregate % of the and/or by its subsidiaries

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

### (i) Category-wise Share Holding

Code	Category	Number of shares held at the beginning of the year				Number of shares held at the end of the year				% of change during the year
		Demat	Physical	Total number of shares	% of total shares	Demat	Physical	Total number of shares	% of total shares	
<b>(A)</b>	<b>Promoter and Promoter Group</b>									
<b>1</b>	<b>Indian</b>									
(a)	Individuals/ Hindu Undivided Family	2,08,94,662	-	2,08,94,662	24.04	2,11,94,832	-	2,11,94,832	24.11	0.07
(b)	Central Government	-	-	-	-	-	-	-	-	-
(c)	State Government(s)	-	-	-	-	-	-	-	-	-
(d)	Bodies Corporate	-	-	-	-	-	-	-	-	-
(e)	Financial Institutions/ Banks	-	-	-	-	-	-	-	-	-
(f)	Any Other (specify)	-	-	-	-	-	-	-	-	-
	<b>Sub-Total (A)(1)</b>	<b>2,08,94,662</b>	<b>-</b>	<b>2,08,94,662</b>	<b>24.04</b>	<b>2,11,94,832</b>	<b>-</b>	<b>2,11,94,832</b>	<b>24.11</b>	<b>0.07</b>
<b>2</b>	<b>Foreign</b>									
(a)	NRIs- Individuals	-	-	-	-	-	-	-	-	-
(b)	Other- Individuals	-	-	-	-	-	-	-	-	-
(c)	Bodies Corporate	-	-	-	-	-	-	-	-	-
(d)	Banks/FI	-	-	-	-	-	-	-	-	-
(e)	Any Other (specify)	-	-	-	-	-	-	-	-	-
	<b>Sub-Total (A)(2)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
	<b>Total (A)= (A)(1)+(A)(2)</b>	<b>2,08,94,662</b>	<b>-</b>	<b>2,08,94,662</b>	<b>24.04</b>	<b>2,11,94,832</b>	<b>-</b>	<b>2,11,94,832</b>	<b>24.11</b>	<b>0.07</b>

Code	Category	Number of shares held at the beginning of the year				Number of shares held at the end of the year				% of change during the year
		Demat	Physical	Total number of shares	% of total shares	Demat	Physical	Total number of shares	% of total shares	
<b>(B)</b>	<b>Public shareholding</b>									
<b>1</b>	<b>Institutions</b>									
(a)	Mutual Funds	1,02,40,627	-	1,02,40,627	11.78	1,24,25,093	-	1,24,25,093	14.13	2.35
(b)	Banks/Financial Institutions	8,064	-	8,064	0.01	3,868	-	3,868	0.00	0.01
(c)	Central Government	-	-	-	-	-	-	-	-	-
(d)	State Government(s)	-	-	-	-	-	-	-	-	-
(e)	Venture Capital Funds	-	-	-	-	-	-	-	-	-
(f)	Insurance Companies	-	-	-	-	-	-	-	-	-
(g)	Foreign Institutional Investors	3,09,14,622	-	3,09,14,622	35.57	2,90,86,569	-	2,90,86,569	33.08	(2.49)
(h)	Foreign Venture Capital Investors	-	-	-	-	-	-	-	-	-
(i)	Others (Specify)	-	-	-	-	-	-	-	-	-
	Alternate Investment Funds	11,66,667	-	11,66,667	1.34	13,11,667	-	13,11,667	1.49	0.15
	<b>Sub-Total (B)(1)</b>	<b>4,23,29,980</b>	<b>-</b>	<b>4,23,29,980</b>	<b>48.70</b>	<b>4,28,27,197</b>	<b>-</b>	<b>4,28,27,197</b>	<b>48.71</b>	<b>0.01</b>
<b>2</b>	<b>Non-institutions</b>									
<b>(a)</b>	<b>Bodies Corporate</b>	-	-	-	-	-	-	-	-	-
(i)	Indian	30,00,155	-	30,00,155	3.45	28,95,547	-	28,95,547	3.29	(0.16)
(ii)	Overseas	83,20,805	-	83,20,805	9.57	83,20,805	-	83,20,805	9.46	(0.11)
<b>(b)</b>	<b>Individuals</b>									
(i)	Individual shareholders holding nominal share capital up to ₹1 Lakh.	20,64,097	2,47,603	23,11,700	2.66	20,19,301	1,63,301	21,82,602	2.48	(0.18)
(ii)	Individual shareholders holding nominal share capital in excess of ₹1 Lakh.	48,13,701	11,60,823	59,74,524	6.87	58,36,069	6,36,983	64,73,052	7.36	0.49
(d)	Others (Specify)									
(i)	Trusts	23,06,917	-	23,06,917	2.65	23,06,917	-	23,06,917	2.62	(0.03)
(ii)	Non-Resident Indians	3,65,107	4,35,795	8,00,902	0.92	2,89,078	1,96,045	4,85,123	0.55	(0.37)
(iii)	NRI Non-Repatriation	9,23,257	-	9,23,257	1.06	11,66,135	-	11,66,135	1.33	0.26
(iv)	Clearing Members	9,916	-	9,916	0.01	66,823	-	66,823	0.08	0.07
(v)	NBFCs Registered with RBI	31,655	-	31,655	0.04	-	-	-	-	(0.04)
	<b>Sub-Total (B)(2)</b>	<b>2,18,35,610</b>	<b>18,44,221</b>	<b>2,36,79,831</b>	<b>27.25</b>	<b>2,29,00,675</b>	<b>9,96,329</b>	<b>2,38,97,004</b>	<b>27.18</b>	<b>(0.06)</b>
	<b>Total Public Shareholding (B)= (B)(1)+(B)(2)</b>	<b>6,41,65,590</b>	<b>18,44,221</b>	<b>6,60,09,811</b>	<b>75.95</b>	<b>6,57,27,872</b>	<b>9,96,329</b>	<b>6,67,24,201</b>	<b>75.89</b>	<b>(0.04)</b>
<b>(C)</b>	<b>Shares held by Custodians for GDR and ADRs</b>	-	-	-	-	-	-	-	-	-
	<b>GRAND TOTAL (A)+(B)+(C)</b>	<b>8,50,60,252</b>	<b>18,44,221</b>	<b>8,69,04,473</b>	<b>100.00</b>	<b>8,69,22,704</b>	<b>9,96,329</b>	<b>8,79,19,033</b>	<b>100</b>	

## (ii) Shareholding of Promoter and Promoter Group\*

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	Dr. B.S. Ajaikumar	1,76,42,739	20.30	-	1,76,73,346	20.10	-	(0.20)
2	Dr. Ganesh Nayak	2,87,307	0.33	-	2,80,307	0.32	-	(0.01)
3	Dr. B.S. Ramesh	2,62,356	0.30	-	2,62,356	0.30	-	0.00
4	Dr. K.S. Gopinath	4,05,059	0.47	-	4,05,059	0.46	-	(0.01)
5	Dr. M. Gopichand	8,66,760	1.00	-	18,01,260	2.05	-	1.05
6	Dr. B. Amar Kumar #	6,57,657	0.76	-	0	0	-	(0.76)
7	Bhagya A. Ajaikumar	1,795	0.00	-	1,795	0.00	-	-
8	Aagnika Ajaikumar	3,27,258	0.38	-	3,27,258	0.37	-	0.00
9	Asmitha Ajaikumar	3,27,259	0.38	-	3,27,259	0.37	-	0.00
10	Prakash Nayak	57,937	0.07	-	57,937	0.07	-	0.00
11	Pradeep Nayak	30,000	0.03	-	30,000	0.03	-	0.00
12	Dr. Venkatesh Sudha	22,582	0.03	-	22,582	0.03	-	0.00
13	Adarsh Ramesh	2,486	0.00	-	2,486	0.00	-	0.00
14	Dr. Srinivas K. Gopinath	2,187	0.00	-	2,187	0.00	-	0.00
15	Leela Rajanna	1,280	0.00	-	0	0.00	-	-
16	Anjali Ajaikumar Rossi @	0	0.00	-	1,000	0.00	-	0.00
	<b>Total</b>	<b>2,08,94,662</b>	<b>24.04</b>	<b>-</b>	<b>2,11,94,832</b>	<b>24.11</b>	<b>-</b>	<b>0.07</b>

\* In the above table, the shareholding of Promoter Group to the extent of 7,72,504 shares (14,30,441 shares during the previous year) is shown as shareholding of Promoters.

# Dr. B. Amarkumar has ceased to be a member of Promoter Group during the year. The Company has obtained requisite approvals from the shareholders and the Stock Exchanges in this regard.

@ As a member of Promoter Group, has acquired 1,000 shares during the year in the open market. Accordingly, she has been added as a member of the promoter group, holding shares in the Company.

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

Sl. No	Date of Acquisition/ (Transfer)	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
1	Dr. B. S. Ajaikumar	At the beginning of the year	1,76,42,739	20.3		
		Acquired during the year through market purchase			30,607	0.04
		At the end of the year			1,76,73,346	20.10
2	Dr. Ganesh Nayak	At the beginning of the year	2,87,307	0.33		
		At the end of the year (no change)			2,80,307	0.32
3	Dr. B.S. Ramesh	At the beginning of the year	2,62,356	0.30		
		At the end of the year (no change)			2,62,356	0.30
4	Dr. K. S. Gopinath	At the beginning of the year	4,05,059	0.47		
		At the end of the year (no change)			4,05,059	0.46
5	Dr. M. Gopichand	At the beginning of the year	8,66,760	1.00		
		Acquired during the year through preferential allotment			9,34,500	1.06
		At the end of the year			18,01,260	2.05

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

Sl. No	Name of the shareholder	Shareholding at the beginning of the year		Cumulative shareholding during the year	
		Number of shares	% of total shares of the Company	Number of shares	% of total shares of the Company
1	V-Sciences Investments Pte Ltd				
	At the beginning of the year	83,20,805	9.57		
	No change during the year	-	-	-	-
	At the end of the year			83,20,805	9.46
2	Franklin India Smaller Companies Fund				
	At the beginning of the year	37,89,094	4.36		
	Sale on 25.05.2018	7,67,197	0.88	30,21,897	3.48
	Sale on 01.06.2018	42,000	0.05	29,79,897	3.43
	At the end of the year			29,79,897	3.43
3	BUENA VISTA ASIAN OPPORTUNITIES MASTER FUND LTD				
	At the beginning of the year	33,59,168	3.92		
	Purchase on 27.07.2018	3,74,613	0.33	37,33,781	4.25
	Purchase on 03.08.2018	3,00,000	0.34	40,33,781	4.59
	Purchase on 17.08.2018	4,17,387	0.48	44,51,168	5.07
	Purchase on 14.12.2018	8,00,000	0.91	52,51,168	5.98
	At the end of the year			52,51,168	5.97
4	Sundaram Mutual Fund A/C				
	At the beginning of the year	45,51,524	5.24		
	Sale on 13.04.2018	50,871	0.24	45,00,653	5.18
	Sale on 18.05.2018	3,400	0.01	44,97,253	5.17
	Sale on 03.08.2018	3,51,437	0.45	41,45,816	4.72
	Sale on 10.08.2018	6,128	0.01	41,39,688	4.71
	Sale on 17.08.2018	4,26,291	0.48	37,13,397	4.23
	Sale on 31.08.2018	13,144	0.02	37,00,253	4.21
	Purchase on 12.10.2018	1,591	0.00	37,01,844	4.21
	Purchase on 19.10.2018	1,500	0.01	37,03,344	4.22
	Purchase on 26.10.2018	5,374	0.00	37,08,718	4.22
	Purchase on 02.11.2018	1,535	0.00	37,10,253	4.22
	Sale on 16.11.2018	1,848	0.00	37,08,405	4.22
	Purchase on 07.12.2018	2,36,830	0.27	39,45,235	4.49
	Purchase on 14.12.2018	1,12,462	0.13	40,57,697	4.62
	Purchase on 21.12.2018	6,98,860	0.79	47,56,557	5.41
	Purchase on 28.12.2018	19,00,000	2.17	66,56,557	7.58
	At the end of the year			66,56,557	7.57

Sl. No	Name of the shareholder	Shareholding at the beginning of the year		Cumulative shareholding during the year	
		Number of shares	% of total shares of the Company	Number of shares	% of total shares of the Company
5	International Finance Corporation				
	At the beginning of the year	43,58,705	5.02		
	No change during the year	-	-	-	-
	At the end of the year			43,58,705	4.96
6	HDFC Standard Life Insurance Company Limited				
	At the beginning of the year	25,73,686	2.96		
	Sale on 06.04.2018	19,763	0.02	25,53,923	2.94
	Sale on 13.04.2018	3,592	0.01	25,50,331	2.93
	Sale on 27.04.2018	53,201	0	24,97,130	2.87
	Sale on 04.05.2018	47,510	0.05	24,49,620	2.82
	Sale on 11.05.2018	25,788	0.03	24,23,832	2.79
	Sale on 18.05.2018	15,478	0.02	24,08,354	2.77
	Sale on 01.06.2018	16,310	0.02	23,92,044	2.75
	Sale on 15.06.2018	15,421	0.02	23,76,623	2.73
	Sale on 29.06.2018	1,77,684	0.23	21,98,939	2.5
	Sale on 20.07.2018	5,348	0	21,93,591	2.5
	Purchase on 27.07.2018	16,669	0.02	22,10,260	2.52
	Purchase on 17.08.2018	14,352	0.01	22,24,612	2.53
	Sale on 31.08.2018	5,159	0	22,19,453	2.53
	Sale on 28.09.2018	2,013	0.01	22,17,440	2.52
	Purchase on 05.10.2018	5,381	0.01	22,22,821	2.53
	Sale on 26.10.2018	32,457	0.04	21,90,364	2.49
	Sale on 02.11.2018	34,825	0.04	21,55,539	2.45
	Sale on 16.11.2018	8,789	0.01	21,46,750	2.44
	Purchase on 23.11.2018	2,348	0.01	21,49,098	2.45
	Purchase on 30.11.2018	22	0	21,49,120	2.45
	Purchase on 07.12.2018	61,682	0.07	22,10,802	2.52
	Purchase on 28.12.2018	2,28,000	0.26	24,38,802	2.78
	Purchase on 01.02.2019	7,885	0	24,46,687	2.78
	Purchase on 15.02.2019	2,505	0.01	24,49,192	2.79
	Sale on 22.02.2019	3,433	0.01	24,45,759	2.78
	Purchase on 01.03.2019	1,494	0.01	24,47,253	2.78
	Purchase on 29.03.2019	75,000	0.09	25,22,253	2.87
	At the end of the year			25,22,253	2.87
7	FIRST STATE INDIAN SUBCONTINENT FUND				
	At the beginning of the year	30,80,890	3.54		
	Purchase on 24.08.2018	2,947	0	30,83,837	3.51
	Purchase on 31.08.2018	43,146	0.5	31,26,983	3.56
	At the end of the year			31,26,983	3.56

SI. No	Name of the shareholder	Shareholding at the beginning of the year		Cumulative shareholding during the year	
		Number of shares	% of total shares of the Company	Number of shares	% of total shares of the Company
8	THE PABRAI INVESTMENT FUND II, LP				
	At the beginning of the year	25,83,831	2.97		
	Purchase on 01.06.2018	14,400	0.02	25,98,231	2.99
	Sale on 30.11.2018	4,36,896	0.53	21,61,335	2.46
	Sale on 07.12.2018	12,38,335	1.41	9,23,000	1.05
	Sale on 28.12.2018	9,23,000	1.05	0	0
	At the end of the year			0	0
9	THE SCOTTISH ORIENTAL SMALLER COMPANIES TRUSTPLC				
	At the beginning of the year	24,68,892	2.84		
	At the end of the year			24,68,892	2.81
10	NN (L) GLOBAL EQUITY IMPACT OPPORTUNITIES				
	At the beginning of the year	16,72,667	1.92		
	Purchase on 06.04.2018	6,044	0.01	16,78,711	1.93
	Purchase on 13.04.2018	36,519	0.04	17,15,230	1.97
	Purchase on 27.04.2018	221	0	17,15,451	1.97
	Purchase on 18.05.2018	14,357	0.02	17,29,808	1.99
	Purchase on 25.05.2018	294	0	17,30,102	1.99
	Purchase on 01.06.2018	19,898	0.02	17,50,000	2.01
	Purchase on 15.06.2018	12,374	0.02	17,62,374	2.03
	Purchase on 22.06.2018	45,955	0.03	18,08,329	2.06
	Purchase on 29.06.2018	4,22,505	0.48	22,30,834	2.54
	Purchase on 06.07.2018	19,166	0.02	22,50,000	2.56
	Purchase on 03.08.2018	3,890	0.01	22,53,890	2.57
	Purchase on 10.08.2018	46,110	0.05	23,00,000	2.62
	Purchase on 31.08.2018	60,089	0.07	23,60,089	2.69
	Purchase on 07.09.2018	16,817	0.02	23,76,906	2.71
	Purchase on 14.09.2018	23,094	0.02	24,00,000	2.73
	Purchase on 05.10.2018	89,534	0.1	24,89,534	2.83
	Purchase on 12.10.2018	15,790	0.02	25,05,324	2.85
	Purchase on 19.10.2018	1,155	0	25,06,479	2.85
	Purchase on 26.10.2018	1,26,164	0.15	26,32,643	3.00
	Purchase on 02.11.2018	26,752	0.03	26,59,395	3.03
	Purchase on 09.11.2018	6,904	0	26,66,299	3.03
	Purchase on 16.11.2018	10,190	0.02	26,76,489	3.05
	Purchase on 23.11.2018	7,862	0.01	26,84,351	3.06
	Purchase on 30.11.2018	2,15,649	0.24	29,00,000	3.30
	Purchase on 18.01.2019	1,00,000	0.11	30,00,000	3.41
	At the end of the year			30,00,000	3.41



#### v) Shareholding of Directors and Key Managerial Personnel:

Sl. No	Date of Acquisition/ (Transfer)	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
1	Dr. B.S Ajaikumar - Director	At the beginning of the year	1,76,42,739	20.30		
		At the end of the year			1,76,73,346	20.10
2	Gangadhara Ganapati - Director	At the beginning of the year	23,06,170	2.65		
		At the end of the year			17,16,170	1.94
3	Sunu Manuel - KMP	At the beginning of the year	17,550	0.02		
		At the end of the year			27,550	0.03
4	Dr. B S. Ramesh - Director	At the beginning of the year	2,62,356	0.30		
		At the end of the year			2,62,356	0.30
5	S. T. Ramesh - Director	At the beginning of the year	455	0		
		At the end of the year			455	0

#### v) Indebtedness - Indebtedness of the Company including interest outstanding/accrued but not due for payment.

Particulars	Amount in ₹			
	Secured Loans excluding deposits	Unsecured Loans	Deposit	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	1,65,58,07,416	97,90,51,360	-	2,63,48,58,776
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	6,70,87,028	5,44,17,261	-	12,15,04,288
<b>Total (i+ii+iii)</b>	<b>1,72,28,94,444</b>	<b>1,03,34,68,621</b>	<b>-</b>	<b>2,75,63,63,064</b>
Change in Indebtedness during the financial year				
* Addition	2,52,42,31,103	59,30,71,059	-	3,11,73,02,162
* Reduction	1,33,46,34,805	18,20,31,453	-	1,51,66,66,258
<b>Net Change</b>				
Indebtedness at the end of the financial year				
i) Principal Amount	2,84,91,98,677	1,37,16,96,999	-	4,22,08,95,676
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	6,32,92,065	7,28,11,227	-	13,61,03,292
<b>Total (i+ii+iii)</b>	<b>2,91,24,90,742</b>	<b>1,44,45,08,226</b>	<b>-</b>	<b>4,35,69,98,968</b>

## VI. Remuneration of Directors and Key Managerial Personnel

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

Amount in ₹

Sl. No	Particulars of Remuneration	Name of MD/WTD/ Manager		Total Amount
		Dr. B. S. Ajaikumar Chairman & CEO	Dr. B. S. Ramesh Executive Director	
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	2,80,70,537*	72,76,885	3,53,47,422
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	Nil	Nil	Nil
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	Nil	Nil	Nil
2	Stock Option	Nil	Nil	Nil
3	Sweat Equity	Nil	Nil	Nil
4	Commission			
	- as % of profit	Nil	Nil	Nil
	- others, specify...	Nil	Nil	Nil
5	Others, please specify	Nil	Nil	Nil
	<b>Total (A)</b>	<b>2,80,70,537</b>	<b>72,76,885</b>	<b>3,53,47,422</b>
	Ceiling as per the Act			<b>^2,45,41,579</b>

\* Remuneration of Dr. B. S. Ajaikumar is including variable pay.

^ The Company has secured necessary approvals for payment of managerial remuneration in case of absence or inadequacy of Profits in terms of Section 197 read with Schedule V to the Companies Act, 2013.

### B. Remuneration to other directors

Amount in ₹

Sl. No	Particulars of Remuneration	Names of Directors					Total Amount	
		Independent Directors	Dr. Sudhakar Rao	Shanker Annaswamy	Suresh C. Senapaty	Dr. Sampath T. Ramesh		Bhushani Kumar
	Fee for attending board/ committee meeting *		7,25,000	9,75,000	10,25,000	7,75,000	3,00,000	
	Commission		Nil	Nil	Nil	Nil	Nil	
	Others, please specify		Nil	Nil	Nil	Nil	Nil	
	<b>Total (1)</b>		<b>7,25,000</b>	<b>9,75,000</b>	<b>10,25,000</b>	<b>7,75,000</b>	<b>3,00,000</b>	<b>38,00,000</b>
	<b>Other Non-Executive Directors</b>		<b>Gangadhara Ganapathi</b>	<b>Dr. Amit Varma</b>				
	Fee for attending board/ committee meetings		Nil	Nil				
	Commission		Nil	Nil				
	Others		Nil	Nil				
	<b>Total (2)</b>		<b>Nil</b>	<b>Nil</b>				<b>Nil</b>
	<b>Total (B)=(1+2)</b>		<b>Nil</b>	<b>Nil</b>				<b>38,00,000</b>
	<b>Total Managerial Remuneration</b>							<b>3,53,47,422</b>
	Overall Ceiling as per the Act							<b>^2,45,41,579</b>

\* Excluding tax (GST)

### C. Remuneration to key managerial personnel other than MD/Manager/WTD

Amount in ₹

Sl. No	Particulars of Remuneration	Key Managerial Personnel			Total	
		#CEO	CSA <sup>^</sup>	CFO Yogesh Patel*		CFO Srinivasa V Raghavan*
1	Gross salary					
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	36,78,189	55,69,086	64,45,205	1,56,92,480
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961 <sup>^</sup>	-	16,53,750	7,49,625	Nil	24,03,375
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	Nil	Nil	Nil	Nil
2	Stock Option	-	Nil	Nil	Nil	Nil
3	Sweat Equity	-	Nil	Nil	Nil	Nil
4	Commission	-	Nil	Nil	Nil	Nil
	- as % of profit	-	Nil	Nil	Nil	Nil
	- others, specify...	-	Nil	Nil	Nil	Nil
5	Others, please specify	-	Nil	Nil	Nil	Nil
	<b>Total (A)</b>	-	<b>53,31,939</b>	<b>63,18,711</b>	<b>64,45,205</b>	<b>1,80,95,855</b>

# In the above table, remuneration paid to Dr. B. S. Ajaikumar, Chairman & CEO is not included, as the same has already been included in remuneration paid to Whole-time Director under (A) above.

\* During the year under report, Mr. Yogesh Patel has resigned as CFO, effective from August 12, 2018. Hence the remuneration details of Mr Yogesh Patel pertains to the period from April 01, 2018 to August 11, 2018. Mr. Srinivasa V. Raghavan has joined as CFO the Company w.e.f July 27, 2018. The details of remuneration disclosed above pertains to the period from July 27, 2018 till March 31, 2019.

<sup>^</sup> Perquisite value on account of exercise of ESOPs during FY 2018-19.

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

For and on behalf of the Board of Directors

**Dr. B. S. Ajaikumar**

Chairman & CEO

Date: May 23, 2019

Place: Bengaluru