

## EXTRACT OF ANNUAL RETURN FORM - MGT 9

As on the financial year ended on 31<sup>st</sup> March 2023

*[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]*

|             |                                                                                                            |                             |                                                                                                                                                                                                                                        |
|-------------|------------------------------------------------------------------------------------------------------------|-----------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>I.</b>   | <b>REGISTRATION AND OTHER DETAILS:</b>                                                                     |                             |                                                                                                                                                                                                                                        |
| (i)         | CIN                                                                                                        |                             | L74899DL1989PLC034594                                                                                                                                                                                                                  |
| (ii)        | Registration Date                                                                                          |                             | January 9, 1989                                                                                                                                                                                                                        |
| (iii)       | Name of the Company                                                                                        |                             | Nucleus Software Exports Limited                                                                                                                                                                                                       |
| (iv)        | Category / Sub-Category of the Company                                                                     |                             | Category - Public Limited Company /<br>Company Limited by Shares<br>Sub-Category – Indian Non- Government<br>Company                                                                                                                   |
| (v)         | Address of the Registered office and contact details                                                       |                             | 33- 35, Thyagraj Market, New Delhi – 110003<br>Tel :- 011 – 24627552                                                                                                                                                                   |
| (vi)        | Whether listed company Yes / No                                                                            |                             | Yes                                                                                                                                                                                                                                    |
| (vii)       | Name, Address and Contact details of Registrar and Transfer Agent, if any                                  |                             | KFin Technologies Ltd.<br>Karvy Selenium Tower B, Plot number 31 &<br>32, Financial District, Nanakramguda,<br>Serilingampally Mandal,<br>Hyderabad – 500032, India<br>Tel: 040-23420815-18<br>Fax: 040-23420814 mailmanager@karvy.com |
| <b>II.</b>  | <b>PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY</b>                                                        |                             |                                                                                                                                                                                                                                        |
|             | All the business activities contributing 10 % or more of the total turnover of the company shall be stated |                             | As per Annexure H 1                                                                                                                                                                                                                    |
| <b>III.</b> | <b>PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES</b>                                          |                             | As per Annexure H 2                                                                                                                                                                                                                    |
| <b>IV.</b>  | <b>SHARE HOLDING PATTERN</b><br>(Equity Share Capital Breakup as percentage of Total Equity)               |                             |                                                                                                                                                                                                                                        |
|             | i)                                                                                                         | Category-wise Share Holding | As per Annexure H 3                                                                                                                                                                                                                    |
|             | ii)                                                                                                        | Shareholding of Promoters   | As per Annexure H 4                                                                                                                                                                                                                    |

|             |                                                               |                                                                                                                |                      |
|-------------|---------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------|----------------------|
|             |                                                               |                                                                                                                |                      |
|             | iii)                                                          | Change in Promoters' Shareholding                                                                              | As per Annexure H 5  |
|             | iv)                                                           | Shareholding Pattern of top ten Shareholders<br>(other than Directors, Promoters and Holders of GDRs and ADRs) | As per Annexure H 6  |
|             | v)                                                            | Shareholding of Directors and Key Managerial Personnel                                                         | As per Annexure H 7  |
| <b>V.</b>   | <b>INDEBTEDNESS</b>                                           |                                                                                                                |                      |
|             |                                                               | Indebtedness of the Company including interest outstanding/accrued but not due for payment                     | As per Annexure H 8  |
| <b>VI.</b>  | <b>REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL</b> |                                                                                                                |                      |
|             | i)                                                            | Remuneration to Managing Director, Whole-time Directors and/or Manager:                                        | As per Annexure H 9  |
|             | ii)                                                           | Remuneration to other Directors                                                                                | As per Annexure H 10 |
|             | iii)                                                          | Remuneration to Key Managerial Personnel other than MD/Manager/WTD                                             | As per Annexure H 11 |
| <b>VII.</b> | <b>PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES</b>           |                                                                                                                | As per Annexure H 12 |

**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 |
|---------|------------------------------------------------|---------------------------------|------------------------------------|
| 1       | Products                                       | 620                             | 92%                                |
| 2       | Projects & Services                            | 620                             | 8%                                 |

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

| S. No. | Name and address of the Company                                                                                                   | CIN/GLN               | HOLDING/<br>SUBSIDIARY/ASSOCIATE | % of shares held | Applicable Section |
|--------|-----------------------------------------------------------------------------------------------------------------------------------|-----------------------|----------------------------------|------------------|--------------------|
| 1      | Nucleus Software Limited<br>33-35, Thyagraj Market,<br>New Delhi – 110003                                                         | U74120DL2008PLC176975 | Subsidiary                       | 100%             | 2(87) (ii)         |
| 3      | Nucleus Software Solutions Pte. Ltd.<br>300, Tampines Avenue-5 # 04-06,<br>Tampines Junction,<br>Singapore-529653                 | N. A                  | Subsidiary                       | 100%             | 2(87) (ii)         |
| 4      | Nucleus Software Japan Kabushiki Kaisha<br>Mitsubishi Building 11F, 5-2 Marunouchi, 2<br>Chome Chiyoda Ku<br>Tokyo 100-0005 Japan | N. A                  | Subsidiary                       | 100%             | 2(87) (ii)         |
| 5      | Nucleus Software Inc.<br>505, Thornall State, Suite 401,<br>Edison, NJ 08837<br>USA                                               | N. A                  | Subsidiary                       | 100%             | 2(87) (ii)         |
| 6      | Nucleus Software Netherlands B.V.<br>Cuserstraat 93, Floor 2 and 3,<br>Amsterdam, 1081 CN.<br>Netherlands                         | N. A                  | Subsidiary                       | 100%             | 2(87) (ii)         |
| 7      | Nucleus Software Australia Pty. Ltd.<br>Suite 4, 96-98 Wigram Street<br>Harris Park, NSW 2150,<br>Australia                       | N. A                  | Subsidiary                       | 100%             | 2(87) (ii)         |
| 8      | Nucleus Software South Africa (Pty) Ltd.<br>28 Front Street, Brinam, Gauteng- 2196 South<br>Africa                                | N. A                  | Subsidiary                       | 100%             | 2(87) (ii)         |



|     |                                                                               |                    |               |                    |              |                    |               |                    |              |               |
|-----|-------------------------------------------------------------------------------|--------------------|---------------|--------------------|--------------|--------------------|---------------|--------------------|--------------|---------------|
| (e) | Insurance Companies                                                           | -                  | -             | -                  | -            | -                  | -             | -                  | -            | -             |
| (f) | Foreign Institutional Investors                                               | 7,62,852           | -             | 7,62,852           | 2.85         | 11,24,859          | -             | 11,24,859          | 4.20         | 1.35          |
| (g) | Foreign Venture Capital Investors                                             | -                  | -             | -                  | -            | -                  | -             | -                  | -            | -             |
| (h) | Qualified Foreign Investor                                                    | -                  | -             | -                  | -            | -                  | -             | -                  | -            | -             |
| (i) | Others                                                                        | -                  | -             | -                  | -            | -                  | -             | -                  | -            | -             |
|     | <b>Sub-Total B(1) :</b>                                                       | <b>8,06,919</b>    | <b>-</b>      | <b>8,06,919</b>    | <b>3.01</b>  | <b>12,13,056</b>   | <b>-</b>      | <b>12,13,056</b>   | <b>4.53</b>  | <b>1.52</b>   |
| (2) | NON-INSTITUTIONS                                                              |                    |               |                    |              |                    |               |                    |              |               |
| (a) | Bodies Corporate                                                              | 3,88,658           | 1,000         | 3,89,658           | 1.46         | 3,61,575           | 1,000         | 3,62,575           | 1.35         | (0.10)        |
| (b) | Individuals                                                                   |                    |               |                    |              |                    |               |                    |              |               |
|     | (i) Individuals holding nominal share capital upto Rs.1 lakh                  | 41,63,536          | 51,842        | 42,15,378          | 15.74        | 37,89,179          | 50,370        | 38,39,549          | 14.34        | (1.40)        |
|     | (ii) Individuals holding nominal share capital in excess of Rs.1 lakh         | 13,32,399          | -             | 13,32,399          | 4.98         | 14,05,996          | -             | 14,05,996          | 5.25         | 0.27          |
| (c) | Others                                                                        |                    |               |                    |              |                    |               |                    |              |               |
|     | CLEARING MEMBERS                                                              | 92,927             | -             | 92,927             | 0.35         | 14,589             | -             | 14,589             | 0.05         | (0.29)        |
|     | I E P F                                                                       | 43,526             | -             | 43,526             | 0.16         | 44,397             | -             | 44,397             | 0.17         | 0.00          |
|     | NON RESIDENT INDIANS                                                          | 1,97,006           | -             | 1,97,006           | 0.74         | 1,78,738           | -             | 1,78,738           | 0.67         | (0.07)        |
|     | NRI NON-REPATRIATION                                                          | 77,235             | -             | 77,235             | 0.29         | 96,148             | -             | 96,148             | 0.36         | 0.07          |
|     | TRUSTS                                                                        | 100                | -             | 100                | 0.00         | 100                | -             | 100                | 0.00         | -             |
| (d) | Qualified Foreign Investor                                                    | -                  | -             | -                  | -            | -                  | -             | -                  | -            | -             |
|     | <b>Sub-Total B(2) :</b>                                                       | <b>62,95,387</b>   | <b>52,842</b> | <b>63,48,229</b>   | <b>23.71</b> | <b>58,90,722</b>   | <b>51,370</b> | <b>59,42,092</b>   | <b>22.19</b> | <b>(1.52)</b> |
|     | Total B=B(1)+B(2) :                                                           | 71,02,306          | 52,842        | 71,55,148          | 26.72        | 71,03,778          | 51,370        | 71,55,148          | 26.72        | -             |
|     | otal (A+B) :                                                                  | 2,67,20,482        | 52,842        | 2,67,73,324        | 100          | 2,67,21,954        | 51,370        | 2,67,73,324        | 100.00       | -             |
| (C) | Shares held by custodians, against which Depository Receipts have been issued |                    |               |                    |              |                    |               |                    |              |               |
| (1) | Promoter and Promoter Group                                                   |                    |               |                    |              |                    |               |                    |              |               |
| (2) | Public                                                                        | -                  | -             | -                  | -            | -                  | -             | -                  | -            | -             |
|     | <b>GRAND TOTAL (A+B+C) :</b>                                                  | <b>2,67,20,482</b> | <b>52,842</b> | <b>2,67,73,324</b> | <b>100</b>   | <b>2,67,21,954</b> | <b>51,370</b> | <b>2,67,73,324</b> | <b>100</b>   |               |

## ii. Shareholding of Promoters

| Sl. No. | Shareholder's Name                        | Shareholding at the beginning of the year<br>(as on April 1, 2022) |                   |                                                  | Shareholding at the end of the year<br>(as on March 31, 2023) |                   |                                                  |                                          |
|---------|-------------------------------------------|--------------------------------------------------------------------|-------------------|--------------------------------------------------|---------------------------------------------------------------|-------------------|--------------------------------------------------|------------------------------------------|
|         |                                           | No. of Shares                                                      | % of total Shares | % of Shares Pledged / encumbered to total shares | No. of Shares                                                 | % of total Shares | % of Shares Pledged / encumbered to total Shares | % change in shareholding during the year |
| 1       | KARMAYOGI HOLDINGS PRIVATE LTD            | 9,000,000                                                          | 30.99             | -                                                | 9,000,000                                                     | 30.99             | -                                                | -                                        |
| 2       | MADHU DUSAD                               | 3,066,248                                                          | 10.56             | -                                                | 3,066,248                                                     | 10.56             | -                                                | -                                        |
| 3       | NUCLEUS SOFTWARE ENGINEERS PVT LTD        | 2,385,882                                                          | 8.22              | -                                                | 2,385,882                                                     | 8.22              | -                                                | -                                        |
| 4       | VISHNU DUSAD                              | 1,603,492                                                          | 5.52              | -                                                | 1,603,492                                                     | 5.52              | -                                                | -                                        |
| 5       | RITIKA DUSAD                              | 1,000,000                                                          | 3.44              | -                                                | 1,000,000                                                     | 3.44              | -                                                | -                                        |
| 6       | KRITIKA DUSAD                             | 1,000,000                                                          | 3.44              | -                                                | 1,000,000                                                     | 3.44              | -                                                | -                                        |
| 7       | YOGESH ANDLAY                             | 863,534                                                            | 2.97              | -                                                | 863,534                                                       | 2.97              | -                                                | -                                        |
| 8       | NUCLEUS SOFTWARE WORKSHOP PRIVATE LIMITED | 600,000                                                            | 2.07              | -                                                | 600,000                                                       | 2.07              | -                                                | -                                        |
| 9       | NAVEEN KUMAR                              | 72,952                                                             | 0.25              | -                                                | 72,952                                                        | 0.25              | -                                                | -                                        |
| 10      | SUMAN MATHUR                              | 23,758                                                             | 0.08              | -                                                | 23,758                                                        | 0.08              | -                                                | -                                        |
| 11      | CARD SYSTEMS PRIVATE LIMITED              | 2310                                                               | 0.01              | -                                                | 2310                                                          | 0.01              | -                                                | -                                        |

## iii. Change in Promoters' Shareholding

| Sl. No. | Name of the Shareholder            | Shareholding at the beginning of the year, as on April 01, 2022/end of the year March 31, 2023 |                                  |            | Increase /Decrease in share holding |              | Cumulative Shareholding during the Year |                                  |
|---------|------------------------------------|------------------------------------------------------------------------------------------------|----------------------------------|------------|-------------------------------------|--------------|-----------------------------------------|----------------------------------|
|         |                                    | No. of Shares                                                                                  | % of total shares of the company | Date       | No. of Shares                       | Reason       | No. of Shares                           | % of total shares of the company |
| 1       | Karmayogi Holdings Private Ltd     | 9,000,000                                                                                      | 30.99                            | 01/04/2023 |                                     |              |                                         |                                  |
|         |                                    | 9,000,000                                                                                      | 30.99                            | 31/03/2023 | —                                   | Nil movement | 9,000,000                               | 30.99                            |
| 2       | Nucleus Software Engineers Pvt Ltd | 2,385,882                                                                                      | 8.91                             | 01/04/2023 |                                     |              |                                         |                                  |
|         |                                    | 2,385,882                                                                                      | 8.91                             | 31/03/2023 | —                                   | Nil movement | 2,385,882                               | 8.91                             |
| 3       | Madhu Dusad                        | 3,066,248                                                                                      | 11.45                            | 01/04/2022 |                                     |              |                                         |                                  |
|         |                                    | 3,066,248                                                                                      | 11.45                            | 31/03/2023 | —                                   | Nil movement | 3,066,248                               | 11.45                            |
| 4       | Vishnu R Dusad                     | 1,603,492                                                                                      | 5.52                             | 01/04/2022 |                                     |              |                                         |                                  |
|         |                                    | 1,603,492                                                                                      | 5.52                             | 31/03/2023 | —                                   | Nil movement | 1,603,492                               | 5.52                             |
| 5       | Ritika Dusad                       | 1,000,000                                                                                      | 3.74                             | 01/04/2022 |                                     |              |                                         |                                  |

|    |                                           |           |      |            |   |              |           |      |
|----|-------------------------------------------|-----------|------|------------|---|--------------|-----------|------|
|    |                                           | 1,000,000 | 3.74 | 31/03/2023 | – | Nil movement | 1,000,000 | 3.74 |
| 6  | Kritika Dusad                             | 1,000,000 | 3.74 | 01/04/2022 |   |              |           |      |
|    |                                           | 1,000,000 | 3.74 | 31/03/2023 | – | Nil movement | 1,000,000 | 3.74 |
| 7  | Yogesh Andlay                             | 863,534   | 3.23 | 01/04/2022 |   |              |           |      |
|    |                                           | 863,534   | 3.23 | 31/03/2023 | – | Nil movement | 863,534   | 3.23 |
| 8  | Nucleus Software Workshop Private Limited | 600,000   | 2.24 | 01/04/2022 |   |              |           |      |
|    |                                           | 600,000   | 2.24 | 31/03/2023 | – | Nil movement | 600,000   | 2.24 |
| 9  | Naveen Kumar                              | 72,952    | 0.25 | 01/04/2022 |   |              |           |      |
|    |                                           | 72,952    | 0.25 | 31/03/2023 | – | Nil movement | 72,952    | 0.25 |
| 10 | Suman Mathur                              | 23,758    | 0.09 | 01/04/2022 |   |              |           |      |
|    |                                           | 23,758    | 0.09 | 31/03/2023 | – | Nil movement | 23,758    | 0.09 |
| 11 | Card Systems Private Limited              | 2310      | 0.01 | 01/04/2022 |   |              |           |      |
|    |                                           | 2310      | 0.01 | 31/03/2023 | – | Nil movement | 2310      | 0.01 |

**v. Shareholding of Directors and Key Managerial Personnel:**



| Sl. No.   | Name of the Shareholder                         | Shareholding at the beginning of the year, as on April 01, 2021/end of the year March 31, 2022 |                                  |            | Increase /Decrease in share holding |              | Cumulative Shareholding during the Year |                                  |
|-----------|-------------------------------------------------|------------------------------------------------------------------------------------------------|----------------------------------|------------|-------------------------------------|--------------|-----------------------------------------|----------------------------------|
|           |                                                 | No. of Shares                                                                                  | % of total shares of the company | Date       | No. of Shares                       | Reason       | No. of Shares                           | % of total shares of the company |
| <b>A.</b> | <b>Shareholding of Directors</b>                |                                                                                                |                                  |            |                                     |              |                                         |                                  |
| 1         | Vishnu R Dusad                                  | 1,603,492                                                                                      | 5.99                             | 01/04/2022 | -                                   | Nil movement | 1,603,492                               | 5.99                             |
|           |                                                 | 1,603,492                                                                                      | 5.99                             | 31/03/2023 |                                     |              | 1,603,492                               | 5.99                             |
| 2         | Ravi Pratap Singh                               | 153,177                                                                                        | 0.57                             | 01/04/2022 | -                                   | Nil movement | 153,177                                 | 0.57                             |
|           |                                                 | 153,177                                                                                        | 0.57                             | 31/03/2023 |                                     |              | 153,177                                 | 0.57                             |
| 3         | Ritika Dusad                                    | 1,000,000                                                                                      | 3.44                             | 01/04/2022 | -                                   | Nil movement | 1,000,000                               | 3.44                             |
|           |                                                 | 1,000,000                                                                                      | 3.44                             | 31/03/2023 |                                     |              | 1,000,000                               | 3.44                             |
| 4         | Parag Bhise                                     | 28,959                                                                                         | 0.1                              | 01/04/2022 | -                                   | Nil movement | 28,959                                  | 0.1                              |
|           |                                                 | 28,959                                                                                         | 0.1                              | 31/03/2023 |                                     |              | 28,959                                  | 0.1                              |
| 5         | Anurag Mantri                                   | -                                                                                              | -                                | -          | -                                   | -            | -                                       | -                                |
|           |                                                 | -                                                                                              | -                                | -          | -                                   | -            | -                                       | -                                |
| <b>B.</b> | <b>Shareholding of Key Managerial Personnel</b> |                                                                                                |                                  |            |                                     |              |                                         |                                  |
| 1         | Poonam Bhasin                                   | 10                                                                                             | -                                | 01/04/2022 |                                     |              | 10                                      | -                                |
|           |                                                 | 10                                                                                             | -                                | 31/03/2023 | -                                   | Nil Movement | 10                                      | -                                |

# Shareholding Pattern of top ten Shareholders

Annexure-H6

| SHAREHOLDING PATTERN OF TOP 10 SHAREHOLDERS BETWEEN 31/03/2022 AND 31/03/2023 |              |                    |                                                   |                                                 |                                                      |            |                                              |          |                                               |                                           |
|-------------------------------------------------------------------------------|--------------|--------------------|---------------------------------------------------|-------------------------------------------------|------------------------------------------------------|------------|----------------------------------------------|----------|-----------------------------------------------|-------------------------------------------|
| Sl<br>n<br>o                                                                  | Cate<br>gory | Type               | Name of the Share Holder                          | Shareholding at<br>the beginning<br>of the Year |                                                      | Date       | Increase/<br>Decrease<br>in share<br>holding | Reason   | Cumulative<br>Shareholding<br>during the Year |                                           |
|                                                                               |              |                    |                                                   | No of<br>Shares                                 | % of<br>total<br>shar<br>es of<br>the<br>com<br>pany |            |                                              |          | No of<br>Shares                               | % of total<br>shares of<br>the<br>company |
| 1                                                                             | PUB          | Opening<br>Balance | ARUN JAIN                                         | 3,37,122                                        | 1.26                                                 | 31/03/2022 |                                              |          | 337122                                        | 1.26                                      |
|                                                                               |              | Closing<br>Balance |                                                   |                                                 |                                                      | 31/03/2023 |                                              |          | 337122                                        | 1.26                                      |
| 2                                                                             | FPC          | Opening<br>Balance | BNP PARIBAS ARBITRAGE -<br>ODI                    | 0                                               | 0.00                                                 | 31/03/2022 |                                              |          | 0                                             | 0.00                                      |
|                                                                               |              | Purchase           |                                                   |                                                 |                                                      | 03/03/2023 | 21,134                                       | Transfer | 21134                                         | 0.08                                      |
|                                                                               |              | Purchase           |                                                   |                                                 |                                                      | 10/03/2023 | 51,293                                       | Transfer | 72427                                         | 0.27                                      |
|                                                                               |              | Purchase           |                                                   |                                                 |                                                      | 17/03/2023 | 83,227                                       | Transfer | 155654                                        | 0.58                                      |
|                                                                               |              | Purchase           |                                                   |                                                 |                                                      | 24/03/2023 | 1,08,100                                     | Transfer | 263754                                        | 0.99                                      |
|                                                                               |              | Purchase           |                                                   |                                                 |                                                      | 31/03/2023 | 17,275                                       | Transfer | 281029                                        | 1.05                                      |
|                                                                               |              | Closing<br>Balance |                                                   |                                                 |                                                      | 31/03/2023 |                                              |          | 281029                                        | 1.05                                      |
| 3                                                                             | FPC          | Opening<br>Balance | ACADIAN EMERGING<br>MARKETS EQUITY II FUND<br>LLC | 1,34,505                                        | 0.50                                                 | 31/03/2022 |                                              |          | 134505                                        | 0.50                                      |
|                                                                               |              | Closing<br>Balance |                                                   |                                                 |                                                      | 31/03/2023 |                                              |          | 134505                                        | 0.50                                      |
| 4                                                                             | PUB          | Opening<br>Balance | ARUN SHEKHAR ARAN                                 | 1,20,131                                        | 0.45                                                 | 31/03/2022 |                                              |          | 120131                                        | 0.45                                      |
|                                                                               |              | Closing<br>Balance |                                                   |                                                 |                                                      | 31/03/2023 |                                              |          | 120131                                        | 0.45                                      |
| 5                                                                             | PUB          | Opening<br>Balance | VINITA ARAN                                       | 1,18,537                                        | 0.44                                                 | 31/03/2022 |                                              |          | 118537                                        | 0.44                                      |
|                                                                               |              | Closing<br>Balance |                                                   |                                                 |                                                      | 31/03/2023 |                                              |          | 118537                                        | 0.44                                      |
| 6                                                                             | LTD          | Opening<br>Balance | RAJASTHAN GLOBAL<br>SECURITIES PRIVATE<br>LIMITED | 1,07,493                                        | 0.40                                                 | 31/03/2022 |                                              |          | 107493                                        | 0.40                                      |
|                                                                               |              | Purchase           |                                                   |                                                 |                                                      | 30/06/2022 | 1240                                         | Transfer | 108733                                        | 0.41                                      |
|                                                                               |              | Purchase           |                                                   |                                                 |                                                      | 08/07/2022 | 1446                                         | Transfer | 110179                                        | 0.41                                      |
|                                                                               |              | Purchase           |                                                   |                                                 |                                                      | 15/07/2022 | 1066                                         | Transfer | 111245                                        | 0.42                                      |
|                                                                               |              | Purchase           |                                                   |                                                 |                                                      | 05/08/2022 | 7829                                         | Transfer | 119074                                        | 0.44                                      |
|                                                                               |              | Purchase           |                                                   |                                                 |                                                      | 12/08/2022 | 2000                                         | Transfer | 121074                                        | 0.45                                      |
|                                                                               |              | Purchase           |                                                   |                                                 |                                                      | 16/09/2022 | 852                                          | Transfer | 121926                                        | 0.46                                      |
|                                                                               |              | Purchase           |                                                   |                                                 |                                                      | 23/09/2022 | 9509                                         | Transfer | 131435                                        | 0.49                                      |
|                                                                               |              | Purchase           |                                                   |                                                 |                                                      | 04/11/2022 | 6837                                         | Transfer | 138272                                        | 0.52                                      |
|                                                                               |              | Closing<br>Balance |                                                   |                                                 |                                                      | 31/03/2023 |                                              |          | 138272                                        | 0.52                                      |
| 7                                                                             | PUB          | Opening<br>Balance | AJAY VAKHARIA                                     | 0                                               | 0.00                                                 | 31/03/2022 |                                              |          | 0                                             | 0.00                                      |

|    |     |                 |                                                    |        |      |            |        |          |        |      |
|----|-----|-----------------|----------------------------------------------------|--------|------|------------|--------|----------|--------|------|
|    |     | Purchase        |                                                    |        |      | 17/02/2023 | 88840  | Transfer | 88840  | 0.33 |
|    |     | Purchase        |                                                    |        |      | 24/02/2023 | 11160  | Transfer | 100000 | 0.37 |
|    |     | Closing Balance |                                                    |        |      | 31/03/2023 |        |          | 100000 | 0.37 |
| 8  | FPC | Opening Balance | RUSSELL INVESTMENT COMPANY PLC - ACADIAN EMERGING  | 78,056 | 0.29 | 31/03/2022 |        |          | 78056  | 0.29 |
|    |     | Closing Balance |                                                    |        |      | 31/03/2023 |        |          | 78056  | 0.29 |
| 9  | LTD | Opening Balance | STAR CHEMICALS (BOMBAY) PRIVATE LIMITED            | 75,000 | 0.28 | 31/03/2022 |        |          | 75000  | 0.28 |
|    |     | Sale            |                                                    |        |      | 20/05/2022 | -75000 | Transfer | 0      | 0.00 |
|    |     | Closing Balance |                                                    |        |      | 31/03/2023 |        |          | 0      | 0.00 |
| 10 | FPC | Opening Balance | GLOBEFLEX EMERGING MARKETS SMALL CAP, L.P.         | 0      | 0.00 | 31/03/2022 |        |          | 0      | 0.00 |
|    |     | Purchase        |                                                    |        |      | 10/03/2023 | 41398  | Transfer | 41398  | 0.15 |
|    |     | Purchase        |                                                    |        |      | 17/03/2023 | 27738  | Transfer | 69136  | 0.26 |
|    |     | Closing Balance |                                                    |        |      | 31/03/2023 |        |          | 69136  | 0.26 |
| 11 | FPC | Opening Balance | EMERGING MARKETS CORE EQUITY PORTFOLIO (THE PORTFO | 64,922 | 0.24 | 31/03/2022 |        |          | 64922  | 0.24 |
|    |     | Closing Balance |                                                    |        |      | 31/03/2023 |        |          | 64922  | 0.24 |
| 12 | PUB | Opening Balance | RAVI PRAKASH                                       | 64,186 | 0.24 | 31/03/2022 |        |          | 64186  | 0.24 |
|    |     | Purchase        |                                                    |        |      | 05/08/2022 | 500    | Transfer | 64686  | 0.24 |
|    |     | Purchase        |                                                    |        |      | 30/09/2022 | 100    | Transfer | 64786  | 0.24 |
|    |     | Purchase        |                                                    |        |      | 21/10/2022 | 600    | Transfer | 65386  | 0.24 |
|    |     | Purchase        |                                                    |        |      | 28/10/2022 | 945    | Transfer | 66331  | 0.25 |
|    |     | Purchase        |                                                    |        |      | 04/11/2022 | 3300   | Transfer | 69631  | 0.26 |
|    |     | Purchase        |                                                    |        |      | 11/11/2022 | 386    | Transfer | 70017  | 0.26 |
|    |     | Purchase        |                                                    |        |      | 09/12/2022 | 3500   | Transfer | 73517  | 0.27 |
|    |     | Purchase        |                                                    |        |      | 16/12/2022 | 200    | Transfer | 73717  | 0.28 |
|    |     | Purchase        |                                                    |        |      | 17/02/2023 | 1000   | Transfer | 74717  | 0.28 |
|    |     | Purchase        |                                                    |        |      | 03/03/2023 | 114    | Transfer | 74831  | 0.28 |
|    |     | Purchase        |                                                    |        |      | 17/03/2023 | 200    | Transfer | 75031  | 0.28 |
|    |     | Closing Balance |                                                    |        |      | 31/03/2023 |        |          | 75031  | 0.28 |
| 13 | PUB | Opening Balance | SUDHIR PARSHURAM BAVDEKAR                          | 57,100 | 0.21 | 31/03/2022 |        |          | 57100  | 0.21 |
|    |     | Purchase        |                                                    |        |      | 13/05/2022 | 60     | Transfer | 57160  | 0.21 |
|    |     | Purchase        |                                                    |        |      | 20/05/2022 | 40     | Transfer | 57200  | 0.21 |
|    |     | Purchase        |                                                    |        |      | 24/06/2022 | 25     | Transfer | 57225  | 0.21 |
|    |     | Purchase        |                                                    |        |      | 12/08/2022 | 75     | Transfer | 57300  | 0.21 |
|    |     | Purchase        |                                                    |        |      | 26/08/2022 | 30     | Transfer | 57330  | 0.21 |
|    |     | Purchase        |                                                    |        |      | 02/09/2022 | 135    | Transfer | 57465  | 0.21 |
|    |     | Purchase        |                                                    |        |      | 09/09/2022 | 125    | Transfer | 57590  | 0.22 |
|    |     | Purchase        |                                                    |        |      | 16/09/2022 | 290    | Transfer | 57880  | 0.22 |
|    |     | Purchase        |                                                    |        |      | 23/09/2022 | 120    | Transfer | 58000  | 0.22 |
|    |     | Purchase        |                                                    |        |      | 28/10/2022 | 20     | Transfer | 58020  | 0.22 |

|  |  |                 |  |  |  |            |    |          |       |      |
|--|--|-----------------|--|--|--|------------|----|----------|-------|------|
|  |  | Purchase        |  |  |  | 11/11/2022 | 30 | Transfer | 58050 | 0.22 |
|  |  | Purchase        |  |  |  | 10/02/2023 | 30 | Transfer | 58080 | 0.22 |
|  |  | Closing Balance |  |  |  | 31/03/2023 |    |          | 58080 | 0.22 |

#### Annexure H 7

The following Directors did not hold any shares during the FY 2022-23

1. S.M Acharya
2. Prithvi Haldea
3. Elaine Mathias
- 4.. Prof. Trilochan Sastry
5. Anurag Mantri
6. Yasmin Javeri Krishan

#### Annexure H 8

#### V. INDEBTEDNESS – Not Applicable

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

#### Annexure H 9

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

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

(in Rs.)

| Sl. no. | Particulars of Remuneration |                                                                                 | Name of MD/WTD/ Manager |           |              |             | Total Amount |
|---------|-----------------------------|---------------------------------------------------------------------------------|-------------------------|-----------|--------------|-------------|--------------|
|         |                             |                                                                                 | Vishnu R Dusad          | R P Singh | Ritika Dusad | Parag Bhise |              |
| 1       | Gross salary                |                                                                                 |                         |           |              |             |              |
|         | (a)                         | Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 | 12,000,000              | 7,510,006 | 4,589,616    | 20,162,368  | 44,261,990   |
|         | (b)                         | Value of perquisites u/s 17(2) Income-tax Act, 1961                             | 28,800                  | 39,600    | -            | 713,781     | 7,82,181     |
|         | (c)                         | Profits in lieu of salary under section 17(3) Income- tax Act, 1961             | Nil                     | Nil       | Nil          | Nil         | Nil          |
| 2       | Stock Option                |                                                                                 | Nil                     | 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         | Nil                                                                                                   | Nil              | Nil              | Nil               |
| 5 | Others                        |                | Nil                                                                                                   | Nil              | Nil              | Nil               |
|   | Employer's contribution to PF |                | 720,000                                                                                               | 420,000          | 292,956          | 353,292           |
|   | <b>Total (A)</b>              |                | <b>12,748, 800</b>                                                                                    | <b>7,969,606</b> | <b>4,882,572</b> | <b>21,229,441</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) |                  |                  |                   |

**B. Remuneration to other Directors:**

| Sl. No. | Particulars of Remuneration   |                                            | Name of Directors |               |                |                        |               | Total Amount |
|---------|-------------------------------|--------------------------------------------|-------------------|---------------|----------------|------------------------|---------------|--------------|
|         |                               |                                            | Prithvi Haldea    | S. M. Acharya | Elaine Mathias | Prof. Trilochan Sastry | Yasmin Javeri |              |
|         |                               |                                            |                   |               |                |                        |               |              |
|         | •                             | Fee for attending board committee meetings | 2,200,000         | 1,300,000     | 2,300,000      | 1,400,000              | 21,00,000     | 93,00,000    |
|         | •                             | Commission*                                | 2,950,000         | 2,950,000     | 2,950,000      | 2,950,000              | 2,950,000     | 1,4750,000   |
|         | •                             | Others, please specify                     | –                 | –             | –              | –                      |               |              |
|         | Total (1)                     |                                            | 5,150,000         | 4,250,000     | 5,250,000      | 4,350,000              | 5,050,000     | 24,050,000   |
| 2       | Other Non-Executive Directors |                                            |                   |               |                |                        |               |              |
|         | •                             | Fee for attending board committee meetings | NA                | NA            | NA             | NA                     | -             |              |
|         | •                             | Commission                                 | –                 | –             | –              | –                      | -             |              |
|         | •                             | Others, please specify                     | –                 | –             | –              | –                      | –             |              |
|         | Total (2)                     |                                            | –                 | –             | –              | –                      | -             |              |
|         | Total (B) = (1 + 2)           |                                            | 5,150,000         | 4,250,000     | 5,250,000      | 4,350,000              | 5,050,000     | 24,050,000   |
|         | Total Managerial Remuneration |                                            |                   |               |                |                        |               |              |

|  |                                 |                                                                                                      |  |  |  |  |
|--|---------------------------------|------------------------------------------------------------------------------------------------------|--|--|--|--|
|  |                                 |                                                                                                      |  |  |  |  |
|  | *Overall Ceiling as per the Act | (being 1% of the Net Profits of the Company calculated as per Section 198 of the Companies Act 2013) |  |  |  |  |

**Annexure H 11**

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

| Sl. no. | Particulars of Remuneration   |                                                                                 | Key Managerial Personnel |                                      |                        |  |
|---------|-------------------------------|---------------------------------------------------------------------------------|--------------------------|--------------------------------------|------------------------|--|
|         |                               |                                                                                 | CEO                      | Company Secretary<br>(Poonam Bhasin) | CFO<br>(Anurag Mantri) |  |
| 1.      | Gross salary                  |                                                                                 | NA                       |                                      |                        |  |
|         | (a)                           | Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 |                          | 4,840,814                            | 17,064,370             |  |
|         | (b)                           | Value of perquisites u/s 17(2) Income-tax Act, 1961                             |                          | 3,600                                | 0                      |  |
|         | (c)                           | Profits in lieu of salary under section 17(3) Income-tax Act, 1961              |                          | Nil                                  | Nil                    |  |
| 2.      | Stock Option                  |                                                                                 |                          | Nil                                  | Nil                    |  |
| 3.      | Sweat Equity                  |                                                                                 |                          |                                      |                        |  |
| 4.      | Commission                    |                                                                                 |                          |                                      |                        |  |
|         | -                             | as % of profit                                                                  |                          | Nil                                  | Nil                    |  |
|         | -                             | others, specify...                                                              |                          | Nil                                  | Nil                    |  |
| 5.      | Others, please specify        |                                                                                 |                          |                                      |                        |  |
|         | Employer's contribution to PF |                                                                                 |                          | 282,747                              | 0                      |  |

|  |       |  |           |            |  |
|--|-------|--|-----------|------------|--|
|  | Total |  | 5,127,161 | 17,064,370 |  |
|--|-------|--|-----------|------------|--|

Annexure H 12

VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES: - Not Applicable

There were no PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES for the year ending March 31, 2023