

Form MGT-9

EXTRACT OF ANNUAL RETURN

as on the financial year ended on 31st March, 2019

[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

1	Corporate Identification No.	:	L35100TN2008PLC069496
2	Registration Date	:	6 th October, 2008
3	Name of the Company	:	Tube Investments of India Limited (formerly TI Financial Holdings Limited)
4	Category/Sub-Category of the Company	:	Public Company/Limited by shares
5	Address of the Registered Office and contact details	:	“Dare House”, 234 N S C Bose Road Chennai – 600 001 Tel: 044 42177770-5 Fax: 044 42110404 E-mail: investorservices@tii.murugappa.com
6	Whether listed company	:	Yes
7	Name, Address and Contact details of Registrar and Transfer Agent, if any	:	Karvy Fintech Private Limited (Formerly, Karvy Computershare Private Limited) Karvy Selenium Tower B, Plot 31-32 Gachibowli, Financial District, Nanakramguda, Hyderabad - 500 032 E-mail: einward.ris@karvy.com Tel : (040) - 67162222 Fax : (040) – 23001153

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.	Cycles and Accessories	3092	25
2.	Steel Strips and Tubes	2431	49
3.	Metal Formed Products	2511	26

III. PARTICULARS OF HOLDING, SUBSIDIARY COMPANIES AND ASSOCIATE COMPANIES

Sl. No.	Name and Address of the Company	Address	CIN/GLN	Holding/ Subsidiary/ Associate	% of Shares held	Applicable Section
1	Shanthi Gears Ltd.	304A, Trichy Road, Singanallur Coimbatore – 641 005	L29130TZ1972PLC000649	Subsidiary	70.12	2(87)(ii)
2	TI Tsubamex Private Ltd.	“Dare House”, No.234, N S C Bose Road Chennai – 600 001	U28910TN2014PTC094447	Subsidiary*	78.30	2(87)(ii)

* also, a Joint Venture under Ind AS

Sl. No.	Category of Shareholders	No. of Shares held at the beginning of the year (1st April, 2018)				No. of Shares held at the end of the year (31st March, 2019)				% change during the year
		Demat	Physical	Total	% of total Shares	Demat	Physical	Total	% of total Shares	
(e)	Others	-	-	-	-	-	-	-	-	-
	Sub-Total A(2):	-	-	-	-	-	-	-	-	-
	Total Shareholding of Promoter and Promoter Group (A)=(A1)+(AA)+(A2)	91507599	-	91507599	48.79	89889599	-	89889599	47.89	-0.90
	(B) PUBLIC SHAREHOLDING									
(1)	INSTITUTIONS									
(a)	Mutual Funds/UTI	24975117	-	24975117	13.32	33980342	-	33980342	18.10	4.78
(b)	Financial Institutions/Banks	907911	7350	915261	0.49	923264	-	923264	0.49	0.00
(c)	Central Government/State Government(s)	-	-	-	-	-	-	-	-	-
(d)	Venture Capital Funds	-	-	-	-	-	-	-	-	-
(e)	Insurance Companies	2936126	-	2936126	1.57	2936126	-	2936126	1.57	0
(f)	Foreign Institutional Investors / Foreign Portfolio Investors	20233020	236660	20469680	10.92	18708235	236660	18944895	10.09	-0.83
(g)	Foreign Venture Capital Investors	-	-	-	-	-	-	-	-	-
(i)	Others – Alternate Investments Fund	529216	-	529216	0.28	681716	-	681716	0.36	0.08
	Sub-Total B(1):	49581390	244010	49825400	26.56	57466343	-	57466343	30.61	4.05
(2)	NON-INSTITUTIONS									
(a)	Bodies Corporate	11745553	4140	11749693	6.26	10081273	4140	10085413	5.37	-0.89
(b)	Individuals									
	(i) Individual Shareholders holding nominal share capital upto Rs.1 lakhs	17714311	1272856	18987167	10.12	16600675	1031281	17631956	9.39	-0.73
	(ii) Individual Shareholders holding nominal share capital in excess of Rs.1 lakhs	9222694	-	9222694	4.92	8568206	-	8568206	4.56	-0.35
(c)	Others									
	CLEARING MEMBERS	59837	-	59837	0.03	110263	-	106396	0.06	0.03
	NON RESIDENT INDIANS	1085242	57030	1142272	0.61	861765	57030	918795	0.49	-0.12
	TRUSTS	107396	-	107396	0.06	106396	-	16396	0.06	0.00
	EMPLOYEE BENEFIT TRUST	703680	-	703680	0.37	703680	-	703680	0.37	0.00
	OTHERS	-	-	-	-	-	-	-	-	-
	Sub-Total B(2):	40638713	1334026	41972739	22.38	37032258	1092451	38124709	20.31	-2.07
	Total Public Shareholding B=B(1)+B(2):	90220103	1578036	91798139	48.95	94261941	1329111	95591052	50.92	1.97
	Total (A+B):	181727702	1578036	183305738	97.74	184449370	1031281	185480657	98.81	-1.07
	(C) Shares held by custodians for GDRs & ADRs									
(1)	Promoter and Promoter Group	-	-	-	-	-	-	-	-	-
(2)	Public	4223460	7170	4230630	2.26	2223460	7170	2230630	1.19	-1.07
	Sub-Total C:	-	-	-	-	-	-	-	-	-
	GRAND TOTAL (A+B+C):	185951162	1585206	187536368	100.00	186672830	1038451	1877112811	100.00	-

(ii) Shareholding of Promoters

Sl. No	Name of the Share Holder	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in Shareholding during the year
		No. of Shares	% of the Shares of the Company	% of the Shares pledged/ encumbered to total Shares	No. of Shares	% of the Shares of the Company	% of the Shares pledged/ encumbered to total Shares	
	Messrs.							
1	Mr. M V Murugappan	863980	0.46	0.00	863980	0.46	0.00	0.00
2	Mr. M V Subbiah	744150	0.40	0.00	879150	0.47	0.00	0.07
3	Mr. S Vellayan	430250	0.23	0.00	430250	0.23	0.00	0.00
4	Mr. A Vellayan	631900	0.34	0.02	631900	0.34	0.02	0.00
5	Mr. V Narayanan	281140	0.15	0.00	281140	0.15	0.00	0.00
6	Mr. V Arunachalam	338990	0.18	0.00	338990	0.18	0.00	0.00
7	Mr. A Venkatachalam	764610	0.41	0.02	764610	0.41	0.02	0.00
8	Mr. Arun Venkatachalam	198130	0.11	0.00	198130	0.11	0.00	0.00
9	Mr. M M Murugappan	1730535	0.92	0.00	842405	0.45	0.00	(0.47)
10	Mr. M M Veerappan	0	0.00	0.00	0	0.00	0.00	0.00
11	Mr. M M Muthiah	0	0.00	0.00	0	0.00	0.00	0.00
12	Mr. M M Venkatachalam	1167710	0.62	0.002	407900	0.22	0.002	(0.40)
13	Mr. M V Muthiah	0	0.00	0.00	0	0.00	0.00	0.00
14	Mr. M V Subramanian	0	0.00	0.00	0	0.00	0.00	0.00
15	Mr. M A Alagappan	840660	0.45	0.003	840660	0.45	0.003	0.00
16	Mr. Arun Alagappan	833090	0.44	0.00	833090	0.44	0.00	0.00
17	Mr. M A M Arunachalam	618820	0.33	0.00	618820	0.33	0.00	0.00
18	M V Murugappan (HUF)	543330	0.29	0.00	543330	0.29	0.00	0.00
19	E.I.D. Parrry (India) Ltd.	0	0.00	0.00	0	0.00	0.00	0.00
20	Coromandel International Ltd. (Formerly known as Coromandel Fertilizers Ltd.)	0	0.00	0.00	0	0.00	0.00	0.00
21	New Ambadi Estate Private Ltd.	0	0.00	0.00	0	0.00	0.00	0.00
22	Ambadi Enterprises Ltd.	1058200	0.56	0.00	1058200	0.56	0.00	0.00
23	Ambadi Investments Ltd.	70066595	37.36	0.00	68266595	36.37	0.00	(0.96)
24	Carborundum Universal Ltd.	1000	0.00	0.00	1000	0.00	0.00	0.00

Sl. No	Name of the Share Holder	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in Shareholding during the year
		No. of Shares	% of the Shares of the Company	% of the Shares pledged/ encumbered to total Shares	No. of Shares	% of the Shares of the Company	% of the Shares pledged/ encumbered to total Shares	
Messrs.								
25	Murugappa & Sons (M V Murugappan, M A Alagappan and M M Murugappan hold shares on behalf of the Firm)	0	0.00	0.00	0	0.00	0.00	0.00
26	TI Financial Holdings Limited (Formerly, Tube Investments of India Limited)	0	0.00	0.00	0	0.00	0.00	0.00
Total		81113090	43.25	0.04	77800150	41.45	0.02	(1.76)

(iii) **Change in Promoters' Shareholding**

Name of the Promoters	Shareholding at the beginning of the year				Cumulative Shareholding during the year (1.4.2018 to 31.3.2019)			
	No. of Shares at the beginning of the year (1.4.2018)/at end of the year (31.3.2019)	% of total Shares of the Company	Date	Increase/ Decrease in Shareholding	Reason	No. of Shares	% of total Shares of the Company	
Ambadi Investments Ltd.	70066595	37.36						
			29/06/2018	1800000	Sale	68266595	36.37	
	68266595	36.37	31/03/2019			68266595	36.37	
Mr. M M Venkatachalam	1167710	0.62						
			29/06/2018	759810	Transfer	407900	0.22	
	407900	0.22	31/03/2019			407900	0.22	
Mr. M M Murugappan	1064295	0.57						
			31/12/2018	388130	Transfer	676165	0.36	
			29/03/2019	500000	Transfer	176165	0.09	
	176165	0.09	31/03/2019			176165	0.09	
Mr. M V Subbiah	572950	0.30						
			29/06/2018	135000	Transfer	707950	0.36	
	707950	0.38	31/03/2019			707950	0.38	

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

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year					Cumulative Shareholding during the year (1.4.2018 to 31.3.2019)		
		No. of Shares at the beginning of the year (1.4.2018)/ at end of the year (31.3.2019)	% of total Shares of the Company	Date	Increase/ Decrease in Shareholding	Reason	No. of Shares	% of total Shares of the Company	
1	HDFC TRUSTEE COMPANY LIMITED A/C HDFC BALANCED FUND	1,47,99,500	7.89						
					08/06/2018	41,10,000	Purchase	1,89,09,500	10.08
					08/06/2018	-41,10,000	Sale	1,47,99,500	7.89
					28/09/2018	84,300	Purchase	1,48,83,800	7.93
					23/11/2018	10,00,000	Sale	1,38,83,800	7.40
					04/01/2019	-47,660	Sale	1,38,36,140	7.37
					15/02/2019	5,93,383	Purchase	1,44,29,523	7.69
					22/02/2019	6,39,341	Purchase	1,50,68,864	8.03
					01/03/2019	19,559	Purchase	1,50,88,423	8.04
					08/03/2019	4,200	Purchase	1,50,92,623	8.04
					29/03/2019	3,18,000	Purchase	1,54,10,623	8.21
	1,54,10,623	8.21	31/03/2018			1,54,10,623	8.21		
2	GAGANDEEP CREDIT CAPITAL PVT LTD	40,41,256	2.16						
					04/01/2019	-6,90,378	Sale	33,50,878	1.79
					08/02/2019	-10,00,000	Sale	23,50,878	1.25
					23,50,878	1.25	31/03/2019		
3	L&T MUTUAL FUND TRUSTEE LIMITED-L&T EMERGING BUSINESSES FUND	3569135	1.90						
					06/04/2018	3,75,325	Purchase	39,44,460	2.10
					13/04/2018	80,313	Purchase	40,24,773	2.15
					27/04/2018	50000	Purchase	40,74,773	2.17
					11/05/2018	6,00,000	Purchase	46,74,773	2.49
					18/05/2018	1,09,928	Purchase	47,84,701	2.55
					25/05/2018	4,853	Purchase	47,89,554	2.55
					01/06/2018	12,078	Purchase	48,01,632	2.56
					08/06/2018	8,904	Purchase	48,10,536	2.56
					22/06/2018	25,000	Purchase	48,35,536	2.58
					29/06/2018	73,457	Purchase	49,08,993	2.62
					24/08/2018	15,126	Purchase	49,24,119	2.62
					31/08/2018	1,59,550	Purchase	50,83,669	2.71
					07/09/2018	24,350	Purchase	51,08,019	2.72

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year					Cumulative Shareholding during the year (1.4.2018 to 31.3.2019)	
		No. of Shares at the beginning of the year (1.4.2018)/ at end of the year (31.3.2019)	% of total Shares of the Company	Date	Increase/ Decrease in Shareholding	Reason	No. of Shares	% of total Shares of the Company
				28/09/2018	1,16,814	Purchase	52,24,833	2.78
				05/10/2018	5,62,677	Purchase	57,87,510	3.08
				12/10/2018	85579	Purchase	58,73,089	3.13
				19/10/2018	91,881	Purchase	59,64,970	3.18
				26/10/2018	51,453	Purchase	60,16,423	3.21
				02/11/2018	15,735	Purchase	60,32,158	3.21
				23/11/2018	3,747	Purchase	60,35,905	3.22
				30/11/2018	1,76,518	Purchase	62,12,423	3.31
				07/12/2018	19,814	Purchase	62,32,237	3.32
				14/12/2018	36,454	Purchase	62,68,691	3.34
				04/01/2019	-7,72,077	Sale	54,96,614	2.93
				11/01/2019	5,496	Purchase	55,02,110	2.93
				18/01/2019	30,024	Purchase	55,32,134	2.95
				25/01/2019	32,721	Purchase	55,64,855	2.96
				01/02/2019	25,571	Purchase	55,90,426	2.98
				08/02/2019	-7,95,787	Purchase	47,94,639	2.55
		47,94,639	2.55	31/03/2019			47,94,639	2.55
4	SBI TAX ADVANTAGE FUND SERIES II							
		2,800	0.00	22/06/2018	-700	Sale	2,100	0.00
				07/09/2018	-2100	Sale	0	0.00
				07/12/2018	13,340	Purchase	13,340	0.01
				14/12/2018	30,660	Purchase	44,000	0.02
				21/12/2018	3,362	Purchase	47,362	0.03
				28/12/2018	18,410	Purchase	65,772	0.04
				31/12/2018	43,966	Purchase	1,09,738	0.06
				04/01/2019	12,34,855	Purchase	13,44,593	0.72
				08/01/2019	21,00,000	Purchase	34,44,593	1.84
		34,44,593	1.84	31/03/2019			34,44,593	1.84
5	LIFE INSURANCE CORPORATION OF INDIA							
		29,36,046	1.57					
		29,36,046	1.57	31/03/2019			29,36,046	1.57

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year					Cumulative Shareholding during the year (1.4.2018 to 31.3.2019)	
		No. of Shares at the beginning of the year (1.4.2018)/ at end of the year (31.3.2019)	% of total Shares of the Company	Date	Increase/ Decrease in Shareholding	Reason	No. of Shares	% of total Shares of the Company
6	TOYOTA TSUSHO CORPORATION	27,00,000	1.44					
		27,00,000	1.44	31/03/2019			27,00,000	1.44
7	RELIANCE CAPITAL TRUSTEE CO LTD A/C-RELIANCE REGULAR SAVINGS FUND EQUITY OPTION	26,43,846	1.41					
				06/04/2018	26,43,846	Purchase	52,77,692	2.81
				06/04/2018	-26,43,846	Sale	26,33,846	1.40
				27/04/2018	6,00,000	Purchase	32,33,486	1.72
				05/10/2018	3,754	Purchase	32,37,600	1.73
				12/10/2018	38,500	Purchase	32,76,100	1.75
		32,76,100	1.75	31/03/2019			32,76,100	1.75
8	SHAMYAK INVESTMENT PRIVATE LIMITED	23,48,880	1.25					
				22/03/2019	-5,00,000	Sale	18,48,880	0.99
		18,48,880	0.99	31/03/2019			18,48,880	0.99
9	THE WELLINGTON TRUST COMPANY NATIONAL ASSOCIATION	20,28,099	1.08					
				27/04/2018	4,63,361	Purchase	24,91,460	1.33
		24,91,460	1.33	31/03/2019			24,91,460	1.33
10	MAYANK JASHWANTLAL SHAH	19,89,200	1.06					
				07/09/2018	-7 0,000	Sale	19,19,200	1.02
				30/11/2018	-1,00,000	Sale	18,19,200	0.97
				07/12/2018	-18,936	Sale	18,00,264	0.96
				14/12/2018	-10,000	Sale	17,90,264	0.95
				04/01/2019	-3,035	Sale	17,87,229	0.95
				22/02/2019	-5,000	Sale	17,82,229	0.95
		17,82,229	0.95	31/03/2019			17,82,229	0.95

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year					Cumulative Shareholding during the year (1.4.2018 to 31.3.2019)	
		No. of Shares at the beginning of the year (1.4.2018)/ at end of the year (31.3.2019)	% of total Shares of the Company	Date	Increase/ Decrease in Shareholding	Reason	No. of Shares	% of total Shares of the Company
11	UTI-UNIT SCHEME FOR CHARITABLE AND RELIGIOUS TRUSTS AND REGISTERED SOCIETIES	19,14,415	1.02					
				06/04/2018	-26,941	Sale	18,87,474	1.01
				13/04/2018	-24,368	Sale	18,63,106	0.99
				20/04/2018	-3,440	Sale	18,59,666	0.99
				27/04/2018	-5,45,106	Sale	13,14,560	0.70
				04/05/2018	-11,045	Sale	13,03,515	0.70
				18/05/2018	-409	Sale	13,03,106	0.69
				31/08/2018	-1,00,000	Sale	12,03,106	0.64
				14/09/2018	-6,668	Sale	11,96,438	0.64
		11,96,438	0.64	31/03/2019			11,96,438	0.64
12	TII DEMERGER UNCLAIMED SHARE SUSPENSE ACCOUNT	1750981	0.93	31/03/2018	-4,470	Transfer	17,46,511	0.93
				01/06/2018	-40,220	Transfer	17,06,291	0.91
				08/06/2018	-1,330	Transfer	17,04,961	0.91
				20/07/2018	-8,010	Transfer	16,96,951	0.90
				10/08/2018	-1,000	Transfer	16,95,951	0.90
				24/08/2018	-22,920	Transfer	16,73,031	0.89
				21/09/2018	-17,710	Transfer	16,55,321	0.88
				30/11/2018	-1,030	Transfer	16,54,291	0.88
				04/01/2019	-5,380	Transfer	16,48,911	0.88
				08/02/2019	-7,890	Transfer	16,41,021	0.87
		1641021	0.87	31/03/2018			16,41,021	0.87
13	AXIS MUTUAL FUND TRUSTEE LIMITED A/C AXIS MUTUAL FUND	049005	0.03	08/06/2018	-487	Sale	48,518	0.03
				15/06/2018	-1,768	Sale	46,750	0.02
				21/09/2018	-13,119	Sale	33,631	0.02
				14/12/2018	-3,142	Sale	30,489	0.02
				15/03/2019	3,924	Purchase	34,413	0.02
		34413	0.02	31/03/2019			34,413	0.02

(v) Shareholding of Directors and Key Managerial Personnel

Sl. No.	Name of the Directors and KMP	Shareholding at the beginning of the year (1.4.2018)		Cumulative Shareholding during the year (1.4.2018 to 31.3.2019)	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
Directors					
1	Mr. M M Murugappan				
	At the beginning of the year	17,30,535	0.9219	-	-
	Date wise Decrease in Shareholding during the year				
	31-12-2018 – Transfer*	3,88,130	0.2067	13,42,405	0.7151
	26-03-2019 – Transfer*	5,00,000	0.4488	8,42,405	0.4487
	At the end of the year	-	-	8,42,405	0.4487
2	Mr. L Ramkumar				
	At the beginning of the year	1,25,650	0.0670	-	-
	Date wise Increase in Shareholding during the year				
	26-04-2018 - Allotment	69,640	0.0371	1,95,290	0.1040
	At the end of the year	1,95,290	0.1040	1,25,650	0.067
3	Mr. Vellayan Subbiah				
	At the beginning of the year	4,30,250	0.2294		
	Date wise Increase in Shareholding during the year	-	-	-	-
	At the end of the year	-	-	4,30,250	0.2294
4	Mr. Sanjay Johri				
	At the beginning of the year	-	-	-	-
	Date wise Increase in Shareholding during the year	-	-	-	-
	At the end of the year	-	-	-	-
5	Ms. Madhu Dubhashi				
	At the beginning of the year	-	-	-	-
	Date wise Increase in Shareholding during the year (04-09-2018)	4,994	0.0027	4,994	0.0027
	At the end of the year	4,994	0.0027	4,994	0.0027
6	Mr. Pradeep V Bhide				
	At the beginning of the year	-	-	-	-
	Date wise Increase in Shareholding during the year	-	-	-	-
	At the end of the year	-	-	-	-
7	Mr. Mahesh Chhabria				
	At the beginning of the year	-	-	-	-
	Date wise Increase in Shareholding during the year	-	-	-	-
	At the end of the year	-	-	-	-

Sl. No.	Name of the Directors and KMP	Shareholding at the beginning of the year (1.4.2018)		Cumulative Shareholding during the year (1.4.2018 to 31.3.2019)	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
8	Mr. Ramesh K B Menon				
	At the beginning of the year	-	-	-	-
	Date wise Increase in Shareholding during the year	-	-	-	-
	At the end of the year	-	-	-	-
	Key Managerial Personnel				
9	Mr. K Mahendra Kumar – Chief Financial Officer				
	At the beginning of the year	-	-	-	-
	Date wise Increase in Shareholding during the year	-	-	-	-
	At the end of the year	-	-	-	-
10	Mr. S Suresh – Company Secretary				
	At the beginning of the year	-	-	-	-
	Date wise Increase in Shareholding during the year	-	-	-	-
	At the end of the year	-	-	-	-

* Off market – by way of settlement to family trust.

V. INDEBTEDNESS

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

(₹ in Cr.)

Particulars	Secured	Short Term - Unsecured	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	678.86	-	-	678.86
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	13.69	-	-	13.69
Total (i+ii+iii)	692.55	-	-	692.55
Change in Indebtedness during the financial year				
i) Addition	480.00	984.50	-	1,464.50
ii) Reduction	775.23	855.00	-	1,630.23
Net Change	(295.23)	129.50	-	(165.73)
Indebtedness at the end of the financial year				
i) Principal Amount	383.63	129.50	-	513.13
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	3.36	0.05	-	3.41
Total (i+ii+iii)	386.99	129.55	-	516.54

VI. Remuneration of Directors and Key Managerial Personnel

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

(₹ in Cr.)

Sl. No.	Particulars of Remuneration	Mr. L Ramkumar Managing Director®	Mr. Vellayan Subbiah Managing Director	Total Amount
1	Gross Salary			
	(a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	2.038	5.505	7.543
	(b) Value of perquisites under Section 17(2) of Income-tax Act, 1961	0.142	0.442	0.584
	(c) Profits in lieu of salary under Section 17(3) of Income tax Act, 1961	-		
2	Stock Option	-		
3	Sweat Equity	-		
4	Commission - as % of Profit - others, specify	-		
5	Others, please specify			
	Total (A)			
	Overall Ceiling as per the Act	2.181	5.947	8.128

B. Remuneration to other Directors:

(₹ in Cr.)

Particulars of remuneration 1. Independent Directors	Name of Directors			
	Mr. S Sandilya	Mr. Pradeep V. Bhide	Mr. Hemant M Nerurkar	Ms. Madhu Dubhashi
Fees for attending Board/Committee Meetings	0.014	0.023	0.014	0.017
Commission	0.028	0.250	0.028	0.075
Others, please specify	-	-	-	-
Total (1)	0.042	0.273	0.042	0.092

Particulars of remuneration 2. Independent Directors	Name of Directors		Total Amount
	Mr. Sanjay Johri	Mr. Mahesh Chhabria	
Fees for attending Board/Committee Meetings	0.018	0.009	0.095
Commission *	0.047	0.011	0.439
Others, please specify	-	-	-
Total (1)	0.065	0.020	0.534

2. Other Non-Executive Directors	Name of Directors		Total Amount
	Mr. M M Murugappan	Mr. Ramesh K B Menon	
Fees for attending Board/Committee Meetings	0.020	0.017	0.037
Commission*	1.000	0.075	1.075
Others, please specify	-	-	-
Total (2)	1.020	0.092	1.112
Total (B) = (1)+(2)			1.646
Total Managerial Remuneration (A)+(B)			9.774
Overall Ceiling as per the Act			41.59

Note: * Commission will be paid subject to the adoption of accounts for the financial year ended 31st March, 2019 by the shareholders at the forthcoming Annual General Meeting.

pro rata payment – Appointed as Directors w.e.f. 14th August, 2018 and 5th February, 2019 respectively.

@ *pro rata* payment – Ceased to be Directors on 13th August, 2018.

C. Remuneration to Key Managerial Personnel other than Managing Director/Manager/Whole-time Director

(₹ in Cr.)

Particulars of remuneration	Key Managerial Personnel		Total Amount
	Company Secretary	Chief Financial Officer	
1 Gross Salary			
(a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	0.867	1.170	2.037
(b) Value of perquisites under Section 17(2) of Income-tax Act, 1961	0.041	0.046	0.087
(c) Profits in lieu of salary under Section 17(3) of Income-tax Act, 1961	-	-	-
2 Stock Option	-	-	-
3 Sweat Equity	-	-	-
Commission			
4 - as % of Profit	-	-	-
- others, specify	-	-	-
5 Others, please specify	-	-	-
Total	0.908	1.216	2.124

VII. Penalties/Punishment/Compounding of Offences:

There were no penalties, punishment or compounding of offences during the year ended 31st March, 2019.