

Annexure 2**FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN****RIPLEY & CO STEVEDORING & HANDLING PVT LTD**

As on financial year ended on 31.03.2019

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.

I. REGISTRATION & OTHER DETAILS:

1.	CIN	U73100WB2000PTC091705
2.	Registration Date	19/04/2000
3.	Name of the Company	RIPLEY & CO STEVEDORING & HANDLING PVT LTD
4.	Category/Sub-category of the Company	COMPANY LIMITED BY SHARES / INDIAN NON-GOVERNMENT COMPANY
5.	Address of the Registered office & contact details	22,LEE ROAD, C BLOCK, 1ST FLOOR, KOLKATA 700020 CONTACT NO.: (033) 2289 3918 EMAIL: mail@ripley.co.in WEBSITE: www.ripleygroup.co.in
6.	Whether listed company	NO
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	N.A.

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	Cargo handling incidental to water transport	63012	72.52%
2	Trading in coal & minerals	46102	17.60%

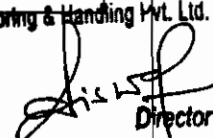
III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES –

S. No	Name and Address of the Company	CIN/GLN	Holding / Subsidiary/ Associate	% of Shares held	Applicable Section
1.	OSL Ripley Shipping Pvt Ltd.	U61200WB2015PTC207835	Associate	50 %	2(6)
2.	Ripley Offshore Pvt Ltd	U63090WB2016PTC215840	Subsidiary	74 %	2(87)
3.	Ripley Infrastructure Pvt Ltd	U50100WB2011PTC161871	Subsidiary	100%	2(87)
4	Ripley Overseas Pte Ltd, Singapore	201938069M	Subsidiary	100%	2(87)

Ripley & Company Stevedoring & Handling Pvt. Ltd.

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)**i) Category-wise Share Holding**

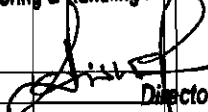
Category of Shareholders	No. of Shares held at the beginning of the year [As on 01-April-2018]				No. of Shares held at the end of the year [As on 31-March-2019]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
(a) Individual/ HUF	-	4,23,300	4,23,300	84.66	-	4,23,300	4,23,300	84.66	-



Director

(b) Central Govt									
(c) State Govt(s)		-	-	-	-	-	-	-	-
(d) Bodies Corp.	-								
(e) Banks / FI	-	-	-	-	-	-	-	-	-
(f) Any other	-	-	-	-	-	-	-	-	-
Sub-total (A)(1) :-	-	4,23,300	4,23,300	84.66	-	4,23,300	4,23,300	84.66	
(2) Foreign									
(a)NRIs- Individuals									
(b)Other - Individuals									
(c) Bodies Corp.	-	76,700	76,700	15.34	-	76,700	76,700	15.34	
(e) Banks / FI	-	-	-	-	-	-	-	-	-
(f) Any other	-	-	-	-	-	-	-	-	-
Sub-total (A)(2) :-	-	-	-	-	-	-	-	-	-
Total shareholding of Promoter (A) =(A)(1)+(A)(2)	-	5,00,000	5,00,000	100	-	5,00,000	5,00,000	100	
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	-								
b) Banks / FI	-								
c) Central Govt	-								
d) State Govt(s)	-								
e) Venture Capital Funds	-								
f) Insurance Companies	-								
g) FIs	-								
h) Foreign Venture Capital Funds	-								
i) Others (specify)	-								
Sub-total (B)(1):-	-								
2. Non- Institutions									
a) Bodies Corp.	-								
i) Indian	-								
ii) Overseas	-								
b) Individuals	-								

Ripley & Company Stevedoring & Handling Pvt. Ltd.


Director

i) Individual shareholders holding nominal share capital up to Rs. 1 lakh	-								
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh									
c) Others (specify) i) Individual – Indian ii) Body corporate – Foreign									
Sub-total (B)(2):-		-	-	-	-	-	-	-	
Total public shareholding (B)=(B)(1) + (B)(2)									
C. Shares held by Custodian for GDRs & ADRs									
Grand Total (A+B+C)	-	5,00,000	5,00,000	100	-	5,00,000	5,00,000	100	

ii) Shareholding of Promoter-

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year [As on 01-April-2018]			Shareholding at the end of the year [As on 31-March-2019]			% 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	Prashant Kumar Jaiswal	8,300	1.66	-	8,300	1.66	-	-
2	Sampa Bose	4,15,000	83.00	-	4,15,000	83.00	-	-
3	Energy Investments Ltd	76,700	15.34	-	76,700	15.34		

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

Sl. No.	Particulars	Shareholding at the beginning of the year (As on 01-April-2018)		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
	At the beginning of the year	5,00,000	100	-	-
	Date wise Increase / Decrease in promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment/ transfer/ bonus swear equity etc.)	No Change		No Change	
	At the end of the year	5,00,000	100	5,00,000	100

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

Sl. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year [As on 01-April-2018]		Cumulative shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	N.A.	N.A.	N.A.	N.A.
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	N.A.	N.A.	N.A.	N.A.
	At the end of the year	N.A.	N.A.	N.A.	N.A.

v) Shareholding of Directors and Key Managerial Personnel:

Sl. No.	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year [As on 01-April-2018]		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	Prashant Kumar Jaiswal				
	At the beginning of the year	8,300	1.66	-	-
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment/transfer/ bonus/sweat equity etc.):	No Change		No Change	
	At the end of the year	8,300	1.66	8,300	1.66

(V) INDEBTEDNESS -Indebtedness of the Company including interest outstanding/accrued but not due for payment.

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness Ripley & Company Stevedoring & Handling Pvt. Ltd.
Indebtedness at the beginning of the financial year				
i) Principal Amount	39,02,00,959	-	-	39,02,00,959
ii) Interest due but not paid				
iii) Interest accrued but not due	15,58,213	-	-	15,58,213
Total (i+ii+iii)	39,17,59,172	-	-	39,17,59,172
Change in Indebtedness during the financial year		-		
* Addition	479,26,74,374	-	-	479,26,74,374
* Reduction	470,72,71,180	-	-	470,72,71,180
Net Change	8,54,03,194	-	-	8,54,03,194
Indebtedness at the end of the financial year	47,71,62,366	-		47,71,62,366
i) Principal Amount	47,52,41,766	-	-	47,52,41,766
ii) Interest due but not paid				
iii) Interest accrued but not due	19,20,600	-	-	19,20,600

[Signature]
Director

Total (i+ii+iii)	47,71,62,366	-		47,71,62,366
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VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

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

Sl. No.	Particulars of Remuneration	Name of MD/WTD/Manager				Total Amount
1	Gross salary					
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	N.A.	N.A.	N.A.	N.A.	N.A.
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961					
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961					
2	Stock Option					
3	Sweat Equity					
4	Commission - as % of profit - others, specify...					
5	Others, please specify					
	Total (A)	N.A.	N.A.	N.A.	N.A.	N.A.
	Ceiling as per the Act	N.A.	N.A.	N.A.	N.A.	N.A.

B. Remuneration to other directors

Sl.No	Particulars of Remuneration	Name of Directors				Total Amount
	1. Independent Directors		NIL	NIL	NIL	NIL
	Fee for attending board committee meetings		-	-	-	-
	Commission		-	-	-	-
	Others, please specify		-	-	-	-
	Total (1)		NIL	NIL	NIL	NIL
	2. Other Non-Executive Directors	Shoumik Bose	P.K.Jaiswal	S.R.Devnath	S.R.Roy	
	Fee for attending board committee meetings		-	-	-	-
	Commission		-	-	-	-
	Others, please specify	198,00,000	90,00,000	7,08,000	4,20,000	299,28,000
	Total (2)	198,00,000	90,00,000	7,08,000	4,20,000	299,28,000
	Total (B)=(1+2)	198,00,000	90,00,000	7,08,000	4,20,000	299,28,000
	Total Managerial Remuneration	198,00,000	90,00,000	7,08,000	4,20,000	299,28,000
	Overall Ceiling as per the Act		-	-	-	-

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C. Remuneration to Key Managerial Personnel Other Than MD/MANAGER/WTD

Sl.No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
1	Gross salary	NIL	NIL	NIL	1,98,00,000

[Signature]
Director

	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-	-	-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-
2	Stock Option	NIL	NIL	NIL	NIL
3	Sweat Equity	NIL	NIL	NIL	NIL
4	Commission	NIL	NIL	NIL	NIL
	- as % of profit	-	-	-	-
	others, specify...	-	-	-	-
5	Others, please specify	NIL	NIL	NIL	NIL
	Total	NIL	NIL	NIL	NIL

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

There were no penalties / punishment / compounding of offences during the year ended 31-03-2019.

For and on behalf of the Board
RIPLEY & CO STEVEDORING & HANDLING PVT LTD

For and on behalf of the Board



[Handwritten Signature]

PRASHANT KUMAR JAISWAL
(Director)
DIN:00045322

Place: Kolkata
Date: 27/09/2019