

MGT 9

Extract of Annual Return as on the Financial Year 31.03.2020

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

I. REGISTRATION AND OTHER DETAILS:

i.	CIN	L72200TG1998PLC030081
ii.	Registration Date	03/09/1998
iii.	Name of the Company	CIGNITI TECHNOLOGIES LIMITED
iv.	Category / Sub-Category of the Company	Company limited by shares/Non-Government Company
v.	Address of the Registered office and contact details	Suit No.106 & 107, 6-3-456/C, MGR Estates Dwarakapuri Colony, Panjagutta, Hyderabad, Telangana -500082
vi.	Whether listed company Yes / No	Yes
vii.	Name, Address and Contact details of Registrar and Transfer Agent, if any	M/s. Aarathi Consultants Pvt. Ltd. 1-2-285, Domalguda, Hyderabad-29. Tel: (040) 27642217 / 27638111 Fax: (040) 27632184 Email: info@aarthicconsultants.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:

All the business activities contributing 10% or more of the total turnover of the company shall be stated:

Sl. No.	Name and Description of main products /services	NIC Code of the Product / service	% to total turnover of the company
1	Technical Testing & Analysis	71200	100%

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.	Gallop Solutions Private Limited	U72400TG2005PTC045529	Subsidiary (Wholly Owned)	100%	2 (87)
2.	Cigniti Technologies (Canada) INC.	---	Subsidiary (Wholly Owned)	100%	2 (87)
3.	Cigniti Technologies (UK) Limited, UK	---	Subsidiary (Wholly Owned)	100%	2 (87)
4.	Cigniti Technologies INC., USA	---	Subsidiary (Wholly Owned)	100%	2 (87)
5.	Cigniti Technologies (Australia) Pty. Limited, AUSTRALIA	---	Subsidiary (Wholly Owned)	100%	2 (87)

IV. SHAREHOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i) Category-wise Shareholding:

Category of Shareholders	No. of Shares held at the beginning of the year			% of Total Shares	No. of Shares held at the end of the year			% of Total Shares	% Change during the year
	Demat	Physical	Total		Demat	Physical	Total		
A. Promoters									
(1) Indian									
Individual/HUF	6585788	0	6585788	23.81	6868181	0	6868181	24.67	0.86
Central Govt	0	0	0	0	0	0	0	0	0
State Govt (s)	0	0	0	0	0	0	0	0	0
Bodies Corp.	0	0	0	0	0	0	0	0	0
Banks/FI	0	0	0	0	0	0	0	0	0
Any Other....	0	0	0	0	0	0	0	0	0
Sub-total (A) (1) :-	6585788	0	6585788	23.81	6868181	0	6868181	24.67	0.86
(2) Foreign									
a) NRIs -Individuals	3460019	0	3460019	12.51	3460019	0	3460019	12.42	(0.09)
b) Other -Individuals	0	0	0	0	0	0	0	0	0
c) Bodies Corp.	0	0	0	0	0	0	0	0	0
d) Banks/FI	0	0	0	0	0	0	0	0	0
e) Any Other....	0	0	0	0	0	0	0	0	0
Sub-total (A) (2):-	3460019	0	3460019	12.51	3460019	0	3460019	12.42	(0.09)
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	10045807	0	10045807	36.31	10328200	0	10328200	37.09	0.78
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	54108	0	54108	0.20	0	0	0	0	(0.20)
b) Banks/FI	25207	0	25207	0.09	70354	0	70354	0.25	0.16
c) Central Govt	0	0	0	0	0	0	0	0	0
d) State Govt(s)	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FIs	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Fund	0	0	0	0	0	0	0	0	0
i) Others Foreign Portfolio Investors	8620	0	8620	0.03	8436	0	8436	0.03	0
SubTotal	87935	0	87935	0.32	78790	0	78790	0.28	(0.04)
2. Non Institutions									
a) Bodies Corp.									
i) Indian	1474586	0	1474586	5.33	1274369	0	1274369	4.58	(0.75)

i) Category-wise Shareholding;

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
ii) Overseas	0	0	0	0	0	0	0	0	0
b) Individuals									
i) Individual shareholders holding nominal share capital up to Rs. 2lakh	4778595	38730	4817325	17.41	4801350	91620	4892970	17.57	0.16
ii) Individual shareholders holding nominal share capital in excess of Rs 2 lakh	10148106	0	10148106	36.68	10714879	65000	10779879	38.71	2.03
c) Others (specify)									
Clearing Members	347803	0	347803	1.26	15589	0	15589	0.06	(1.20)
Non Resident Indians/Foreign Nationals	463459	1250	464709	1.67	470201	1250	471451	1.67	1.51
NBFC	275487	0	275487	1.00	0	0	0	0	(1.00)
Trust	11	0	11	0	11	0	11	0	0
Employees	0	2500	2500	0.01	0	5000	5000	0.02	0.01
Sub-total (B)(2):-	17488047	42480	17530527	63.37	17276399	162870	17439269	62.63	(0.74)
Total Public Shareholding (B)=(B)(1)+(B)(2)	17575982	42480	17618462	63.69	17355189	162870	17518059	62.91	(0.78)
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	27621789	42480	27664269	100%	27683389	162870	27846259	100%	0

(ii) Shareholding of Promoters

Sl. No	Shareholder's Name	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
1.	Pennam Sapna	3458892	0	3458892	12.50	3458892	0	3458892	12.42	(0.08)
2.	Chakkilam Venkata Subramanyam	2958485	0	2958485	10.69	3053833	0	3053833	10.97	0.28
3.	Chakkilam Srikanth	2500000	0	2500000	9.04	2500000	0	2500000	8.98	(0.06)
4.	C Rajeswari	1127303	0	1127303	4.07	1314348	0	1314348	4.72	0.65
5.	Pennam Sudhakar	1127	0	1127	0	1127	0	1127	0	0

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

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year		Share holding at the end of the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	Pennam Sapna				
	At the beginning of the year	34,58,892	12.50	34,58,892	12.42
	Date wise Increase/Decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/ transfer /bonus/sweat equity etc):	The difference in % of holding is due to allotment of shares on exercise of ESOPs.			
	At the End of the year	34,58,892	12.50	34,58,892	12.42
2.	C V Subramanyam				
	At the beginning of the year	2958485	10.69	3053833	10.97
	Date wise Increase/Decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/ transfer /bonus/sweat equity etc):	The difference in % of holding is due to purchase of shares for which adequate disclosures have been made to Stock Exchanges and also due to allotment of shares on exercise of ESOPs.			
	At the End of the year	2958485	10.69	3053833	10.97
3.	Chakkilam Srikanth				
	At the beginning of the year	2500000	9.04	2500000	8.98
	Date wise Increase/Decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/ transfer /bonus/sweat equity etc):	There is no change in the total shareholding between 01-04-2019 to 31-03-2020. However due to allotment of shares on exercise of ESOPs there is change in % of holding.			
	At the End of the year	2500000	9.04	2500000	8.98
4.	C Rajeswari				
	At the beginning of the year	1127303	4.07	1314348	4.72
	Date wise Increase/Decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/ transfer /bonus/sweat equity etc):	The difference in % of holding is due to purchase of shares for which adequate disclosures have been made to Stock Exchanges and also due to allotment of shares on exercise of ESOPs.			
	At the End of the year	1127303	4.07	1314348	4.72
5.	Pennam Sudhakar				
	At the beginning of the year	1127	0	1127	0
	Date wise Increase /Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g.allotment / transfer /bonus/sweat equity etc):	Not Applicable			
	At the End of the year	1127	0	1127	0

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

Sl. No.	Shareholder Name	Shareholding at the beginning of the year		Shareholding at the end of the year	
		No. of shares	% of total shares of The company	No. of shares	% of total shares of the company
AT THE BEGINNING OF THE YEAR					
1.	Kukunuru Samba Siva Rao	16,41,555	5.93	10,50,000	3.77
2.	Venumanohar Rao Rangineni	8,07,968	2.92	8,87,526	3.19
3.	C Mithun Chand	4,37,495	1.58	7,11,359	2.55
4.	Puttaha Mahesh Kumar	3,96,137	1.43	3,19,037	1.15
5.	Anjana Bangad	3,21,275	1.16	2,41,406	0.87
6.	Kukunuru Kumar Bapuji	3,17,500	1.15	3,13,549	1.13
7.	Northeast Broking Services Ltd	3,14,752	1.14	3,46,395	1.24
8.	Infina Finance Private Ltd	2,75,487	1.00	0	0
9.	Prabhudas Lilladher Financial Services Pvt. Ltd.	2,51,020	0.91	0	0
10.	Shilpa Sriram	2,42,282	0.88	2,08,933	0.75
AT THE END OF THE YEAR					
1.	Kukunuru Samba Siva Rao	16,41,555	5.93	10,50,000	3.77
2.	Venumanohar Rao Rangineni	8,07,968	2.92	8,87,526	3.19
3.	C Mithun Chand	4,37,495	1.58	7,11,359	2.55
4.	Kukunuru Madhava Lakshmi	0	0.00	5,79,954	2.08
5.	Northeast Broking Services Ltd	3,14,752	1.14	3,46,395	1.24
6.	Puttaha Mahesh Kumar .	3,96,137	1.43	3,19,037	1.15
7.	Kukunuru Kumar Bapuji	3,17,500	1.15	3,13,549	1.13
8.	Chennamaneni Sushmitha	0	0.00	2,46,368	0.88
s9.	Anjana Bangad	3,21,275	1.16	2,41,406	0.87
10.	Shilpa Sriram	2,42,282	0.88	2,08,933	0.75

(v) Shareholding of Directors and Key Managerial Personnel:

Sl. No.	For Each of the Directors and KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	C V Subramanyam				
	At the beginning of the year	29,58,485	10.69	30,53,833	10.97
	Date wise Increase/Decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc):	The difference in % of holding is due to purchase of shares for which adequate disclosures have been made to Stock Exchanges and also due to allotment of shares on exercise of ESOPs.			
	At the End of the year	29,58,485	10.69	30,53,833	10.97
2.	C Srikanth				
	At the beginning of the year	25,00,000	9.04	25,00,000	8.98
	Date wise Increase/Decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc):	There is no change in the total shareholding between 01-04-2019 to 31-03-2020. However due to allotment of shares on exercise of ESOPs there is change in % of holding.			
	At the End of the year	25,00,000	9.04	25,00,000	8.98
3.	K. Ch. Subba Rao				
	At the beginning of the year	25,000	0.00	25,000	0
	Date wise Increase/Decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc):	Not Applicable			
	At the End of the year	25,000	0	25,000	0
4.	V.Krishnan				
	At the beginning of the year	18,750	0	42,750	0.15
	Date wise Increase/Decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc):	During the year 2019-20, esops have been vested and exercised.			
	At the End of the year	18,750	0	42,750	0.15

V. INDEBTEDNESS

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

Indebtedness at the beginning of the financial year	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
i) Principal Amount	10,94,76,871	-	-	10,94,76,871
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)				
Change in Indebtedness during the financial year				
Addition	2,41,60,129	-	-	2,41,60,129
Reduction	-	-	-	-
Net Change	2,41,60,129	-	-	2,41,60,129
Indebtedness at the end of the financial year				
i) Principal Amount	13,36,37,000	-	-	13,36,37,000
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	13,36,37,000	-	-	13,36,37,000

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: C V Subramanyam MD		Total Amount (in Rs)
1.	Gross salary (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	Rs.18,33,333*12 =2,20,00,000		2,20,00,000
2.	Stock Option	-		
3.	Sweat Equity	-		
4.	Commission - as % of profit - Others, specify...	110,00,000		110,00,000
5.	Others, please specify	-		
6.	Total (A)	3,30,00,000		3,30,00,000
7.	Ceiling as per the Act	3,43,00,000		3,43,00,000

B. Remuneration to other Directors:

Sl. no.	Particulars of Remuneration	Name of Director					Total Amount
		Mr. Ram Krishna Agarwal	Ms. Nooraine Fazal	Mr. Srinath Batni	Mr. Phaneesh Murthy	Mr. K.Ch. Subba Rao	
1.	Independent Directors Fee for attending board/ committee meetings Commission Others, please specify	13,00,000 22,00,000	12,00,000 22,00,000	12,00,000 22,00,000	- -	- -	
	Total (1)	35,00,000	34,00,000	34,00,000	-	-	1,03,00,000
2.	Other Non-Executive Directors Fee for attending board / committee meetings commission Others, please specify	-	-	-	-	-	-
	Total (2)	-	-	-	-	-	-
	Total (B)=(1+2)	35,00,000	34,00,000	34,00,000	-	-	1,03,00,000
	Total Managerial Remuneration						3,96,00,000
	Overall Ceiling as per the Act						4,02,48,000

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD (in Rs. Except Stock Option)

Sl. no.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary (A.NagaVasudha)	CFO (Krishnan V.)	Total
1.	Gross salary (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	-	15,03,000	1,06,60,000	1,21,63,000
2.	Stock Option	-	-	42,750 equity shares	42,750 equity shares
3.	Sweat Equity	-	-	-	-
4.	Commission - as % of profit - others, specify...	-	-	-	-
5.	Others, please Specify	-	-	-	-
6.	Total	-	15,03,000	1,06,60,000	1,21,63,000

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority [RD/NCLT /COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
B. DIRECTORS					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	--	-	-	-	-
C. OTHER OFFICERS IN DEFAULT					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-