

Annual Return Extracts in MGT 9

Form No. MGT-9

EXTRACT OF ANNUAL RETURN

as on the financial year ended on 31ST March, 2018

[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. CIN	U65110KA1995PLC017907
2. Registration Date	30.05.1995
3. Name of the Company	MEMG SECURITIES LIMITED
4. Category/ Sub - Category of the Company	Company limited by shares
5. Address of the Registered office and Contact details	N-115, 1 st Floor, Manipal Center, Dickenson Road Bangalore - 560042, Ph : 08040197800
6. Whether listed Company	No
7. Name, Address and Contact details of Registrar and Transfer Agent , if any	M/s Cameo Corporate Services Ltd., Subramanian Building No.1, Club House Road, Chennai - 600 002 (Tele:044 28460390)

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of the Company are stated as under :

Sl No	Name and Description of main products/ services	NIC code of the Product/ service	% to total turnover of the Company
1	Stock Broking	64990	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sl No	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary /Associate	% of shares held	Applicable Section
1	MANIPAL INTEGRATED SERVICES PRIVATE LIMITED*	U74140KA2004PTC033168	Holding	71.69%	2(46)

* Manipal Education and Medical Group India Private Limited has been merged with Manipal Integrated Service Private Limited vide NCLT order dated 23rd March, 2018**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 01-04-2017				No. of shares held at the end of the year as on 31-03-2018				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters and Promoter Group									
1. Indian									
a. Individuals/ Hindu Undivided Family	-	-	-	-	-	-	-	-	-
b. Central Govt / State Govt(s)	-	-	-	-	-	-	-	-	-
c. Body Corporate	1960666	27600	1988266	55.88	2541466	9500	2550966	71.69	15.81
d. Financial Institutions/Banks	-	-	-	-	-	-	-	-	-
e. Any Other									
Directors and Their Relatives	110200	5801	116001	3.26	110200	5801	116001	3.26	-
	110200	5801	116001	3.26	110200	5801	116001	3.26	-

Sub-Total (A)(1)	2070866	33401	2104267	59.14	2651666	15301	2666967	74.95	15.81
2. Foreign									
a. Individuals (Non-Resident individuals/ Foreign Individuals)	-	-	-	-	-	-	-	-	-
b. Bodies Corporate	-	-	-	-	-	-	-	-	-
c. Institutions	-	-	-	-	-	-	-	-	-
d. Qualified Foreign Investor	-	-	-	-	-	-	-	-	-
e. Any other	-	-	-	-	-	-	-	-	-
Sub-Total (A)(2)	-	-	-	-	-	-	-	-	-
Total Share Holding of Promoter and Promoter Group (A) = (A)(1)+(A)(2)	2070866	33401	2104267	59.14	2651666	15301	2666967	74.95	15.81
B. Public Shareholding									
1. Institutions									
a. Mutual Funds / UTI	-	-	-	-	-	-	-	-	-
b. Financial Institutions / Banks	-	-	-	-	-	-	-	-	-
c. Central Govt / State Govt(s)	-	-	-	-	-	-	-	-	-
d. Venture Capital Funds	-	-	-	-	-	-	-	-	-
e. Insurance Companies	-	-	-	-	-	-	-	-	-
f. Foreign Institutional Investor	-	-	-	-	-	-	-	-	-
g. Foreign Venture Capital Investors	-	-	-	-	-	-	-	-	-
h. Qualified Foreign Investor	-	-	-	-	-	-	-	-	-
Any Other	-	-	-	-	-	-	-	-	-
Sub-Total (B)(1)	-	-	-	-	-	-	-	-	-
2. Non-Institutions									
a. Bodies Corporate	31000	36800	67800	1.91	31000	36300	67300	1.89	-0.02
b. Individuals									
I) Individual Shareholders holding nominal share capital upto Rs.1 lakh	134961	701004	835965	23.49	131061	676704	807765	22.70	-0.79
II) Individual Shareholders holding nominal share capital excess of Rs.1 lakh	15800	-	15800	0.44	15800	-	15800	0.44	-
c. Qualified Foreign Investor	-	-	-	-	-	-	-	-	-
d. Any other									
Foreign Body Corporate	533500	-	533500	14.99	-	-	-	-	-14.99
Hindu Undivided family	500	-	500	0.01	-	-	-	-	-0.01
Others	-	500	500	0.01	-	500	500	0.01	-
	534000	500	534500	15.02	-	500	500	0.01	-

Sub-Total (B)(2)	715761	738304	1454065	40.86	177861	713504	891635	25.05	-15.81
Total Public Shareholding (B) = (B)(1)+(B)(2)	715761	738304	1454065	40.86	177861	713504	891635	25.05	-15.81
Total (A)+(B)	2786627	771705	3558332	100.00	2829527	728805	3558332	100.00	-
C. Shares held by custodians and against which depository receipts have been issued									
Promoter and Promoter Group	-	-	-	-	-	-	-	-	-
Public	-	-	-	-	-	-	-	-	-
Total Custodian (C)	-	-	-	-	-	-	-	-	-
Grand Total (A)+(B)+(C)	2786627	771705	3558332	100.00	2829527	728805	3558332	100.00	-

ii) Shareholding of promoters

Sl No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No of shares	% of total shares of the company	% of shares pledged / encumbered to total shares	No of shares	% of total shares of the company	% of shares pledged / encumbered to total shares	
1	Manipal Integrated Service Private Limited*	19,88,266	55.88	-	2550966	71.69	-	15.81
2	M D Narayan	98,900	2.78	-	98,900	2.78	-	-
3	T Satish U Pai	10,500	0.30	-	10,500	0.30	-	-
4	K K Pai (held under 2 folios)	3,000	0.08	-	3,000	0.08	-	-
5	Dinesh Nayak Kepul	1,800	0.05	-	1,800	0.05	-	-
6	Radhakantha Pai K	500	0.01	-	500	0.01	-	-
7	Ramachandra M Kamath	500	0.01	-	500	0.01	-	-
8	Vijayalakshmi Shantaram	500	0.01	-	500	0.01	-	-
9	G S Shridhar (held under 2 folios)	301	0.01	-	301	0.01	-	-

*Manipal Education and Medical Group India Private Limited has been merged with Manipal Integrated Service Private Limited vide NCLT order dated 23rd March, 2018

(iii) Change in Promoters' Shareholding

		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
S1 No	Name of the Share holder	No of shares	% of total shares of the company	No of shares	% of total shares of the company
1	Manipal Integrated Services Pvt Ltd.*				
	At the beginning of the year 01-Apr-2017	1988266	55.88	1988266	55.88
	Purchase 29-Sep-2017	533500	14.99	2521766	70.87
	Purchase 06-Oct-2017	13300	0.37	2535066	71.24
	Purchase 15-Dec-2017	5500	0.15	2540566	71.39
	Purchase 29-Dec-2017	4400	0.12	2544966	71.51
	Purchase 23-Feb-2018	2000	0.06	2546966	71.57
	Purchase 02-Mar-2018	2000	0.06	2548966	71.63
	Purchase 09-Mar-2018	2000	0.06	2550966	71.69
	At the end of the year 31-Mar-2018	2550966	71.69	2550966	71.69
2	M D Narayan				
	At the beginning of the year 01-Apr-2017	98900	2.78	98900	2.78
	At the end of the year 31-Mar-2018	98900	2.78	98900	2.78
3	T Satish U Pai				
	At the beginning of the year 01-Apr-2017	10500	0.30	10500	0.30
	At the end of the year 31-Mar-2018	10500	0.30	10500	0.30
4	Kalagam Kamalaksha Pai (held under 2 folios)				
	At the beginning of the year 01-Apr-2017	3000	0.08	3000	0.08
	At the end of the year 31-Mar-2018	3000	0.08	3000	0.08
5	Dinesh Nayak Kepul JT1 Kepul Aruna Nayak				
	At the beginning of the year 01-Apr-2017	1800	0.05	1800	0.05
	At the end of the year 31-Mar-2018	1800	0.05	1800	0.05
6	Radhakantha Pai K JT1 Vasanthi R Pai				
	At the beginning of the year 01-Apr-2017	500	0.01	500	0.01

	At the end of the year 31-Mar-2018	500	0.01	500	0.01
7	Ramachandra M Kamath JT1 Radha R Kamath				
	At the beginning of the year 01-Apr-2017	500	0.01	500	0.01
	At the end of the year 31-Mar-2018	500	0.01	500	0.01
8	VijayalakshmiShantaram JT1 HattiyangadiShantaram				
	At the beginning of the year 01-Apr-2017	500	0.01	500	0.01
	At the end of the year 31-Mar-2018	500	0.01	500	0.01
9	G S Shridhar JT1 Muktha Shridhar				
	At the beginning of the year 01-Apr-2017	301	0.01	301	0.01
	At the end of the year 31-Mar-2018	301	0.01	301	0.01

*Manipal Education and Medical Group India Private Limited has been merged with Manipal Integrated Service Private Limited vide NCLT order dated 23rd March, 2018.

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

SI No	Name of the Share holder	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	SHK EBENE LIMITED				
	At the beginning of the year 01-Apr-2017	533500	14.99	533500	14.99
	Sale 21-JUL-2017	-533500	- 14.99	-	-
	At the end of the year 31-Mar-2018	-	-	-	-
2	VICTORY GLASS AND INDUSTRIES LIMITED	30000	0.84	30000	0.84
3	ALLEGRO CORPORATE FINANCE ADVISORS PRIVATE LIMITED	25200	0.71	25200	0.71
4	INDRA KUMAR BAGRI (held under 2 folios)	16300	0.45	16300	0.45
5	M S P SPICES LTD	10000	0.28	10000	0.28
6	SRI RAJES M S P,	10000	0.28	10000	0.28
7	SHAIRUL SHAILESH MEHTA	10000	0.28	10000	0.28
8	PREMALATHA S	5000	0.14	5000	0.14
9	RAMESH RAO	5000	0.14	5000	0.14
10	UDAYA HOLLA	5000	0.14	5000	0.14

(v) Shareholding of Directors and Key Managerial Personnel:

Sl No	Name of the Share holder	Shareholding at the beginning of the year		Date wise Increase / Decrease in shareholding during the year specifying reason (eg. Allotment/ Transfer/ bonus sweat equity etc)			Cumulative Shareholding during the year	
		No of shares	% of total shares of the company	Date	Increase/ Decrease in Shareholding	Reason	No of shares	% of total shares of the company
1	T.Satish U Pai	10,500	0.30	-	-	-	10,500	0.30
2	D.Sreepathi	200	0.01	-	-	-	200	0.01
3	G S Shiridhar (held under 2 folios)	301	0.01	-	-	-	301	0.01
4	Dr. Ranjan Ramdas Pai	-	-	-	-	-	-	-
5	K R Muthukumar	-	-	-	-	-	-	-
6	Rajesh Krishnaswamy Moorti	-	-	-	-	-	-	-
7	Rajen Krishnanand Padukone	-	-	-	-	-	-	-

V. INDEBTEDNESS

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

(Amount in Rs.)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year	-	-	-	-
(i) Principal Amount	8,745	-	-	8,745
(ii) Interest due but not paid	-	-	-	-
(iii) Interest accrued but not due	-	-	-	-
Total(i+ii+iii)	8,745	-	-	8,745
Change in Indebtedness during the financial year	-	-	-	-
• Addition	8,745	-	-	8,745
• Reduction	-	-	-	-
Net Change	(8,745)	-	-	(8,745)
Indebtedness at the end of the financial year	-	-	-	-
(i) Principal Amount	-	-	-	-
(ii) Interest due but not paid	-	-	-	-
(iii) Interest accrued but not due	-	-	-	-
Total(i+ii+iii)	-	-	-	-

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 Whole Time Directors	Total Amount (Rs.)
1.	Gross Salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	D. Sreepathi G. S. Shridhar	18,24,311 17,08,349
	(b) Value of perquisites u/s 17(2) income tax Act, 1961	Nil	Nil
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	Nil	Nil
2.	Stock option	Nil	Nil
3.	Sweat Equity	Nil	Nil
4.	Commission	Nil	Nil
	- As % of profit		
	- Others specify.....		

5.	Others, please specify	Nil	Nil
	Total(A)		35,32,660
	Ceiling as per the Act		84,00,000

B. Remuneration to other Directors:

Sl No	Particulars of Remuneration	Name of Directors		Total Amount (Rs.)
	Independent Directors			
	• Fee for attending board committee meetings each.	-	-	-
	• Commission	-	-	-
	• Others, please specify	-	-	-
	Total(1)	-	-	-
	Other Non-Executive Directors	-	-	-
	• Fee for attending board committee meetings	-	-	-
	• Commission	-	-	-
	• Others, please specify	-	-	-
	Total(2)	-	-	-
	Total(B) =(1+2)	-	-	-
	Total Managerial Remuneration	-	-	-

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD:

Sl No	Particulars of Remuneration	Key Managerial Personnel			Total Amount
		CEO	Company Secretary	CFO	
1.	Gross Salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-	-	Nil
	(b) Value of perquisites u/s 17(2) income tax Act, 1961	-	-	-	Nil
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	Nil
2.	Stock option	-	-	-	Nil
3.	Sweat Equity	-	-	-	Nil
4.	Commission				
	- As % of profit - Others specify.....	-	-	-	Nil
5.	Others, please specify	-	-	-	Nil
	Total(A)				Nil
	Ceiling as per the Act				Nil

VII. PENALTIES /PUNISHMENT/COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Breif Description	Details of Penalty/ Punishment Compounding fees imposed	Authority (RD/NCLT/COURT)	Appeal made, if any (give details)
A. COMPANY/ B. DIRECTORS / C. OTHER OFFICERS IN DEFAULT					
Penalty	NONE				
Punishment	NONE				
Compounding	NONE				

For and on behalf of the Board
For MEMG Securities Limited

Sd/-

D. Sreepathi

Whole-Time Director
(DIN 00958235)

Sd/-

G.S. Shridhar

Whole-Time Director
(DIN 00106780)

Date: 20thAugust, 2018

Place: Bangalore