

**Annual Return Extracts in MGT 9**

Form No. MGT-9

**EXTRACT OF ANNUAL RETURN**as on the financial year ended on 31<sup>st</sup> 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. 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 <sup>st</sup> 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 23<sup>rd</sup> 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 01-04-2018				No. of shares held at the end of the year as on 31-03-2019				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoters and Promoter Group</b>									
1. Indian									
a. Individuals/ Hindu Undivided Family	-	-	-	-	-	-	-	-	-
b. Central Govt / State Govt(s)	-	-	-	-	-	-	-	-	-
c. Body Corporate	2541466	9500	2550966	71.69	2541466	9500	2550966	71.69	-

d. Financial Institutions/ Banks	-	-	-	-	-	-	-	-	-
e. Any Other									
Directors and Their Rel- atives	110200	5801	116001	3.26	110200	3501	113701	3.19	(0.07)
<b>Sub-Total (A)(1)</b>	<b>2651666</b>	<b>15301</b>	<b>2666967</b>	<b>74.95</b>	<b>2651666</b>	<b>13001</b>	<b>2664667</b>	<b>74.88</b>	<b>(0.07)</b>
2. Foreign									
a. Individuals (Non-Res- ident individuals/ For- eign Individuals)	-	-	-	-	-	-	-	-	-
b. Bodies Corporate	-	-	-	-	-	-	-	-	-
c. Institutions	-	-	-	-	-	-	-	-	-
d. Qualified Foreign In- vestor	-	-	-	-	-	-	-	-	-
e. Any other	-	-	-	-	-	-	-	-	-
<b>Sub-Total (A)(2)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Total Share Holding of Promoter and Promoter Group (A) = (A)(1)+(A) (2)</b>	<b>2651666</b>	<b>15301</b>	<b>2666967</b>	<b>74.95</b>	<b>2651666</b>	<b>13001</b>	<b>2664667</b>	<b>74.88</b>	<b>(0.07)</b>
<b>B. Public Shareholding</b>									
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 Capi- tal Investors	-	-	-	-	-	-	-	-	-
h. Qualified Foreign In- vestor	-	-	-	-	-	-	-	-	-
Any Other	-	-	-	-	-	-	-	-	-
<b>Sub-Total (B)(1)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
2. Non-Institutions									
a. Bodies Corporate	31000	36300	67300	1.89	1000	26200	27200	0.76	(1.13)
b. Individuals									
I)Individual Sharehold- ers holding nominal share capital upto Rs.1 lakh	131061	676704	807765	22.70	131995	535801	667796	18.77	(3.93)
II) Individual Sharehold- ers holding nominal share capital excess of Rs.1 lakh	15800	-	15800	0.44	15800	-	15800	0.44	-
c. Qualified Foreign In- vestor	-	-	-	-	-	-	-	-	-

d. Any other									
IEPF	-	-	-	-	182869	-	182869	5.14	5.14
Others	-	500	500	0.01	-	-	-	-	(0.01)
<b>Sub-Total (B)(2)</b>	<b>177861</b>	<b>713504</b>	<b>891365</b>	<b>25.04</b>	<b>331664</b>	<b>562001</b>	<b>893665</b>	<b>25.11</b>	<b>(0.07)</b>
<b>Total Public Shareholding (B) = (B)(1)+(B)(2)</b>	<b>177861</b>	<b>713504</b>	<b>891365</b>	<b>25.04</b>	<b>331664</b>	<b>562001</b>	<b>893665</b>	<b>25.11</b>	<b>(0.07)</b>
<b>Total (A)+(B)</b>	<b>2829527</b>	<b>728805</b>	<b>3558332</b>	<b>100.00</b>	<b>2983330</b>	<b>575002</b>	<b>3558332</b>	<b>100.00</b>	<b>-</b>
<b>C. Shares held by custodians and against which depository receipts have been issued</b>									
Promoter and Promoter Group	-	-	-	-	-	-	-	-	-
Public	-	-	-	-	-	-	-	-	-
<b>Total Custodian (C)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Grand Total (A)+(B)+(C)</b>	<b>2829527</b>	<b>728805</b>	<b>3558332</b>	<b>100.00</b>	<b>2983330</b>	<b>575002</b>	<b>3558332</b>	<b>100.00</b>	<b>-</b>

## 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	2550966	71.69	-	2550966	71.69	-	-
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	-	-	-	-	(0.05)
6	Radhakantha Pai K	500	0.01	-	500	0.01	-	-
7	Ramachandra M Kamath	500	0.01	-	-	-	-	(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	-	-

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

		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
Sl 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-2018	2550966	71.69	2550966	71.69
	At the end of the year 31-Mar-2019	2550966	71.69	2550966	71.69
2	M D Narayan				
	At the beginning of the year 01-Apr-2018	98900	2.78	98900	2.78
	At the end of the year 31-Mar-2019	98900	2.78	98900	2.78
3	T Satish U Pai				
	At the beginning of the year 01-Apr-2018	10500	0.30	10500	0.30
	At the end of the year 31-Mar-2019	10500	0.30	10500	0.30
4	Kalasamk Kamalaksha Pai (held under 2 folios)				
	At the beginning of the year 01-Apr-2018	3000	0.08	3000	0.08
	At the end of the year 31-Mar-2019	3000	0.08	3000	0.08
5	Dinesh Nayak Kepul JT1 Kepul Aruna Nayak				
	At the beginning of the year 01-Apr-2018	1800	0.05	1800	0.05
	Sale 13-Jul-2018	(1800)	(0.05)	-	-
	At the end of the year 31-Mar-2019	-	-	-	-
6	Radhakantha Pai K JT1 Vasanthi R Pai				
	At the beginning of the year 01-Apr-2018	500	0.01	500	0.01
	At the end of the year 31-Mar-2019	500	0.01	500	0.01
7	Ramachandra M Kamath JT1 Radha R Kamath				
	At the beginning of the year 01-Apr-2018	500	0.01	500	0.01

	Sale 13-Jul-2018	(500)	(0.01)	-	-
	At the end of the year 31-Mar-2019	-	-	-	-
8	VijayalakshmiShantaram JT1 HattiyangadiShantaram				
	At the beginning of the year 01-Apr-2018	500	0.01	500	0.01
	At the end of the year 31-Mar-2019	500	0.01	500	0.01
9	G S Shridhar JT1 Muktha Shridhar				
	At the beginning of the year 01-Apr-2018	300	0.01	300	0.01
	Sale 10-Aug-2018	(200)	(0.0056)	100	0.0028
	Purchase 14-Sep-2018	200	0.0056	300	0.01
	At the end of the year 31-Mar-2019	300	0.01	300	0.01
10	SHRIDHAR G S				
	At the beginning of the year 01-Apr-2018	1	0.00	1	0.00
	At the end of the year 31-Mar-2019	1	0.00	1	0.00

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

Sl 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	VICTORY GLASS AND INDUSTRIES LIMITED				
	At the beginning of the year 01-Apr-2018	30000	0.84	30000	0.84
	Sale 27-JUL-2018	(30000)	(0.84)	-	-
	At the end of the year 31-Mar-2019	-	-	-	-
2	ALLEGRO CORPORATE FINANCE ADVISORS PRIVATE LIMITED	25200	0.71	25200	0.71
3	INDRA KUMAR BAGRI (held under 2 folios)				
	At the beginning of the year 01-Apr-2018	16300	0.45	16300	0.45
	Purchase 05-Oct-2018	1000	0.03	17300	0.48
	Sale 27-JUL-2018	(1000)	(0.03)	16300	0.45
	Purchase 12-Oct-2018	1000	0.03	17300	0.48
	At the end of the year 31-Mar-2019	17300	0.48	17300	0.48
4	M S P SPICES LTD				
	At the beginning of the year 01-Apr-2018	10000	0.28	10000	0.28

	Sale 13-Jul-2018	(10000)	( 0.28)	-	-
	At the end of the year 31-Mar-2019	-	-	-	-
5	SRI RAJES M S P,	10000	0.28	10000	0.28
6	SHAIRUL SHAILESH MEHTA JT1 : VIKAS S MEHTA	10000	0.28	10000	0.28
7	PREMALATHA S HEGDE	5000	0.14	5000	0.14
8	RAMESH RAO	5000	0.14	5000	0.14
9	UDAYA HOLLA	5000	0.14	5000	0.14
10	INVESTOR EDUCATION AND PROTECTION FUND				
	At the beginning of the year 01-Apr-2018	-	-		
	Transferred on 27-July-2018 pursuant to Section 124 of the Companies Act, 2013 and Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (amended with effect from May 29, 2015).	182869	5.14	182869	5.14
	At the end of the year 31-Mar-2019	182869	5.14	182869	5.14
11	RAMACHANDRA M	4900	0.138	4900	0.138

(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				
(ii) Interest due but not paid				

(iii) Interest accrued but not due				
Total(i+ii+iii)	-	-	-	-
Change in Indebtedness during the financial year				
• Addition	-	-	-	-
• Reduction				
Net Change	-	-	-	-
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 (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	D. Sreepathi G. S. Shridhar Nil Nil	2,018,800 1,804,702 Nil Nil
2.	Stock option	Nil	Nil
3.	Sweat Equity	Nil	Nil
4.	Commission - As % of profit - Others specify.....	Nil	Nil
5.	Others, please specify	Nil	Nil
	Total(A)		38,23,502
	Ceiling as per the Act		60,00,000

### 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	-	-	-
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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				
	(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

Sd/-

G.S. Shridhar

Date: 26<sup>th</sup> August, 2019



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Place: Bangalore

Whole-Time Director  
(DIN 00958235)

Whole-Time Director  
(DIN 00106780)