Form MGT - 9 Extracts of Annual Return

As on the financial year ended March 31, 2020

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

Ι	Reg	istration and Ot	her details							
i)	CIN				L29290MH1	972PLC015772				
ii)	Regi	stration date			25-04-1972					
iii)	Nam	e of the Compan	у		Manugraph	India Limited				
iv)	Cate	gory / Sub Categ	ory of the Company		Public Com	pany, limited by	shares			
V)	Add	ress of the Regist	ered Office and contact details		Sidhwa House, 1st Floor, N.A. Sawant Marg, Colaba, Mumbai - 400 005					
vi)	Whe	ther listed comp	any		Yes					
vii)		ne, address and o	contact details of Registrar and T	- ransfer	er Link Intime India Private Limited, C101, 247 Park, L. B. S. Marg, Vikhroli (W), Mumbai – 400 083, India Phone : 91 22 49186270 Fax : 91 22 49186060 Email: <u>rnt.helpdesk@linkintime.co.in</u> . Website: <u>www.linkintime.co.in</u>					
П	Prin	cipal business a	ctivities of the Company		Manufactur	er of Printing Ma	achinery			
	All th	he business activ	ities contributing 10 % or more of	the tot	al turnover of	the company sł	nall be stated:-			
	Sr. No.	Name and Desc	ription of main products / service	S	NIC Code of the Product/ service		% to total turnover of th company			
	1	Manufacture of	Web Offset Printing Machines		28	8923	94.03%			
ш	Part	iculars of Holdin	ng, Subsidiary and Associate Co	mpanie	es		I			
Sr. No.		Name of the Company	Address	CI	N / GLN	Holding / Subsidiary / Associate	% of shares held	Applicable Section		
1)		ugraph ericas Inc.	P.O. Box 573, Elizabethville, PA 17023 USA		NA Subsidiary 100% 2(87)(ii)					
	regis as Pa Octo	stered office at Sid art of Scheme of	Bombay) Pvt. Ltd., (wholly owned dhwa House, 1st Floor, N.A. Sawar Merger by Absorption approved I filed with Registrar of Companies ber 17, 2019.	it Marg, I by Nat	Colaba, Mum ional Compa	bai - 400 005 wa ny Law Tribuna	is merged with I vide its Orde	n the Company r delivered or		

IV	Shareholding pattern (Equity share capital breakup as percentage of Total	Capital)
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Shareholding pattern (Equity share capital breakup as percentage of Total Capital)

i) Category wise share holding

Sr No	Category of Shareholders	begiı		lding at the e year – 01.04	.2019	ene		lding at the ar – 31.03.20	020	% Change during
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	(15.74
(A)	Shareholding of Promoter and Promoter Group									
[1]	Indian									
(a)	Individuals / Hindu Undivided Family	6,682,051	-	6,682,051	21.97	11,468,061	-	11,468,061	37.71	15.74
(b)	Central Government / State Government(s)	-	-	-	-	-	-	-	-	-
(c)	Financial Institutions / Banks	-	-	-	-	-	-	-	-	-
(d)	Any Other (Specify)									
	Bodies Corporate	10,788,527	-	10,788,527	35.47	6,002,517	-	6,002,517	19.74	(15.74)
	Sub Total (A)(1)	17,470,578	-	17,470,578	57.44	17,470,578	-	17,470,578	57.44	-
[2]	Foreign									
(a)	Individuals (Non-Resident Individuals	-	-	-	0.00%					0.00%
(b)	Other Individuals									
(c)	Bodies Corporate									
(d)	Banks / F.I.	-	-	-	0.00%					0.00%
(e)	Any Other (Specify)	-	-	-	0.00%					0.00%
	Sub Total (A)(2)	-	-	-	0.00%					0.00%
	Total Shareholding of Promoter and Promoter Group(A)=(A)(1)+(A)(2)	17,470,578	-	17,470,578	57.44	17,470,578	-	17,470,578	57.44	-
(B)	Public Shareholding									
[1]	Institutions									
(a)	Mutual Funds / UTI	250	-	250	0.00	250	-	250	0.00	-
(b)	Financial Institutions / Banks	450	-	450	0.00	450	-	450	0.00	-
(c)	Central Government									
(d)	State Government (s)									
(e)	Venture Capital Funds	-	-	-	0.00%					0.00%
(f)	Insurance Companies	702,636	-	702,636	2.31	663,923	-	663,923	2.18	(0.13)
(g)	Foreign Institutional Investors	-	-	-	0.00%					0.00%

Sr No	Category of Shareholders	begir		lding at the e year – 01.04	.2019	ene		ding at the ar – 31.03.20)20	% Change during
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	the year
(h)	Foreign Venture Capital Funds	-	-	-	0.00%					0.00%
(i)	Any Other (Specify)									
	Sub Total (B)(1)	703,336	-	703,336	2.31	664,623	-	664,623	2.19	(0.13)
[2]	Non-Institutions									
(a)	Bodies Corporate									
(i)	Indian	3,082,084	36,925	3,119,009	10.25	3,107,929	36,925	3,144,854	10.34	0.09
(ii)	Overseas	-	250	250	0.00	-	-	-	-	(0.00)
(b)	Individuals									
(i)	Individual shareholders holding nominal share capital upto Rs. 1 lakh.	4,964,215	566,306	5,530,521	18.18	4,977,251	505,566	5,482,817	18.0266	(0.18)
(ii)	Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	2,597,612	-	2,597,612	8.54	2,684,648	-	2,684,648	8.83	0.29
(b)	NBFCs registered with RBI	-	-	-	-	-	-	-	-	
(c)	Any Other (Specify)									
	IEPF	292,608	-	292,608	0.96	313,260	-	313,260	1.03	0.07
	Trusts	295	-	295	0.00	295	-	295	0.00	
	Independent Relatives Of Director	53,326	-	53,326	0.18	53,326	-	53,326	0.18	
	Foreign Nationals	3,620	-	3,620	0.01	3,620	-	3,620	0.01	
	Hindu Undivided Family	269,080	-	269,080	0.88	271,892	-	271,892	0.89	0.01
	Non Resident Indians (Non Repat)	115,763	-	115,763	0.38	116,416	-	116,416	0.38	0.00
	Other Directors	12,200	-	12,200	0.04	4,700	-	4,700	0.0155	
	Non Resident Indians (Repat)	184,138	17,125	201,263	0.66	174,835	17,125	191,960	0.63	(0.03
	Clearing Member	45,600	-	45,600	0.15	12,072	-	12,072	0.04	(0.11
	Sub Total (B)(2)	11,620,541	620,606	12,241,147	40.25	11,720,244	559,616	12,279,860	40.37	0.13
	Total Public Shareholding (B)=(B)(1)+(B)(2)	12,323,877	620,606	12,944,483	42.56	12,384,867	559,616	12,944,483	42.56	
(C)	Shares held by Custodian for GDRs & ADRs	-	-	-	0.00%					
	Grand Total (A)+(B)+(C)	29,794,455	620,606	30,415,061	100.00	29,855,445	559,616	30,415,061	100.00	



Shareholding pattern (Equity share capital breakup as percentage of Total Capital)

ii) Shareholding of Promoters

Sr. No.	Shareholders' Name	year (As on A of sha			(As on March) share	-		% change 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	Multigraph Machinery Co Ltd	5,935,027	19.51	-	6,002,517	19.74	-	0.22
2	Santsu Finance And Investment Private Ltd	2,537,000	8.34	-	-	-	-	(8.34)
3	Manu Enterprises Limited	2,316,500	7.62	-	-	-	-	(7.62)
4	Pradeep S Shah	1,765,721	5.81	-	4,156,701	13.67	-	7.86
5	Sudha S Shah	1,491,570	4.90	-	1,491,570	4.90	-	-
6	Sanat Manilal Shah	1,484,709	4.88	-	1,484,709	4.88	-	-
7	Sanjay S Shah	1,373,461	4.52	-	3,764,441	12.38	-	7.86
8	Ameeta Shah	349,450	1.15	-	350,125	1.15	-	0.00
9	Aditya Sanjay Shah	116,475	0.38	-	117,150	0.39	-	0.00
10	Rupali P Shah	87,165	0.29	-	87,840	0.29	-	0.00
11	Kushal Sanjay Shah	13,500	0.04	-	14,175	0.05	-	0.00
12	Rashee Pradeep Shah	-	-	-	1,350	0.00	-	0.00
	Total	17,470,578	57.44	-	17,470,578	57.44	-	-

(*) The term encumbrance has the same meaning as assigned to it in Regulation 28(3) of SEBI (Substantial Acquisition of Shares and takeovers) Regulations, 2011

Shareholding pattern (Equity share capital breakup as percentage of Total Capital)

iii) Change in Promoters' shareholding

Sr No.			ling at the the year - 2019		ons during year		nareholding at ne year - 2020
	Name & Type of Transaction	No. Of Shares Held	% Of Total Shares Of The Company	Date Of Transaction	No. Of Shares	No Of Shares Held	% Of Total Shares Of The Company
1	Multigraph Machinery Co Ltd	5935027	19.5134			5935027	19.5134
	Merger			07Feb2020	67490	6002517	19.7353
2	Pradeep S Shah	1765721	5.8054			1765721	5.8054
	Merger			07Feb2020	2390980	4156701	13.6666
3	Sanjay S Shah	1373461	4.5157			1373461	4.5157
	Merger			07Feb2020	2390980	3764441	12.3769
4	Sudha S Shah	1491570	4.9041			1491570	4.9041
5	Sanat Manilal Shah	1484709	4.8815			1484709	4.8815
6	Ameeta Shah	349450	1.1489			349450	1.1489
	Merger			07Feb2020	675	350125	1.1512
7	Aditya Sanjay Shah	116475	0.383			116475	0.383
	Merger			07Feb2020	675	117150	0.3852
8	Rupali P Shah	87165	0.2866			87165	0.2866
	Merger			07Feb2020	675	87840	0.2888
9	Kushal Sanjay Shah	13500	0.0444			13500	0.0444
	Merger			07Feb2020	675	14175	0.0466
10	Rashee Pradeep Shah	0	0			0	0
	Merger			07Feb2020	1350	1350	0.0044
11	Santsu Finance And Investment Private Ltd	2537000	8.3413			2537000	8.3413
	Extinguishment			24Jan2020	-2537000	0	0
12	Manu Enterprises Limited	2316500	7.6163			2316500	7.6163
	Extinguishment			24Jan2020	-2316500	0	0

(*) The shares were issued by Board of Directors at their meeting held on 08-11-2019 pursuant to scheme of merger by absorption. These shares were credited in the shareholders account on 30-01-2020 and confirmation received from the depositories on the aforementioned date after completion of all formalities with depositories and stock exchanges.



Shareholding pattern (Equity share capital breakup as percentage of Total Capital)

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

Sr. No.	Name	at the be	nolding ginning of year	Increase / D	ecrease in Sl	nareholding	Cumula Shareholdii the y	ng during		lding at the f the year
		No. of shares	% of total shares of the Company	Date	Increase / Decrease	Reason	No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1	JM Financial Services Limited	1293878	4.25							
				12 Apr 2019	107000	Market Buy	1400878	4.61		
				26 Apr 2019	59633	Market Buy	1460511	4.80		
				03 May 2019	21867	Market Buy	1482378	4.87		
				10 May 2019	-11363	Market Sell	1471015	4.84		
				07 Jun 2019	11363	Market Buy	1482378	4.87		
				14 Jun 2019	12601	Market Buy	1494979	4.92		
				21 Jun 2019	-151585	Market Sell	1343394	4.42		
				29 Jun 2019	6000	Market Buy	1349394	4.44		
				05 Jul 2019	5206	Market Buy	1354600	4.45		
				12 Jul 2019	7600	Market Buy	1362200	4.48		
				26 Jul 2019	176591	Market Buy	1538791	5.06		
				09 Aug 2019	2393	Market Buy	1541184	5.07		
				23 Aug 2019	35	Market Buy	1541219	5.07		
				13 Sep 2019	1268	Market Buy	1542487	5.07		
				20 Sep 2019	4114	Market Buy	1546601	5.09		
				27 Sep 2019	-6314	Market Sell	1540287	5.06		
				30 Sep 2019	-191446	Market Sell	1348841	4.43		
				11 Oct 2019	22888	Market Buy	1371729	4.51		
				18 Oct 2019	10677	Market Buy	1382406	4.55		
				25 Oct 2019	-7940	Market Sell	1374466	4.52		
				01 Nov 2019	-55484	Market Sell	1318982	4.34		
				08 Nov 2019	17424	Market Buy	1336406	4.39		
				15 Nov 2019	3931	Market Buy	1340337	4.41		
				22 Nov 2019	-3931	Market Sell	1336406	4.39		
				29 Nov 2019	2206	Market Buy	1338612	4.40		
				06 Dec 2019	-2206	Market Sell	1336406	4.39		
				20 Dec 2019	3550	Market Buy	1339956	4.41		
				27 Dec 2019	23380	Market Buy	1363336	4.48		
				31 Dec 2019	-423	Market Sell	1362913	4.48		
				10 Jan 2020	1122	Market Buy	1364035	4.48		
				17 Jan 2020	-156469	Market Sell	1207566	3.97		
				24 Jan 2020	8383	Market Buy	1215949	4.00		
				14 Feb 2020	-8383	Market Sell	1207566	3.97		

Sr. No.	Name	at the be	nolding ginning of year	Increase / D	ecrease in SI	nareholding	Cumul Shareholdin the y	ng during		ding at the the year
		No. of shares	% of total shares of the Company	Date	Increase / Decrease	Reason	No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
				21 Feb 2020	8383	Market Buy	1215949	4.00	1215949	4.00
2	Vijaya S	856239	2.82							
				13 Sep 2019	-200	Market Sell	856039	2.81	856039	2.81
3	Life Insurance Corporation Of India	702636	2.31							
				17 Jan 2020	-10500	Market Sell	692136	2.28		
				24 Jan 2020	-12279	Market Sell	679857	2.24		
				31 Jan 2020	-6152	Market Sell	673705	2.22		
				07 Feb 2020	-4782	Market Sell	668923	2.20		
				14 Feb 2020	-5000	Market Sell	663923	2.18	663923	2.18
4	Minal Bharat Patel	320690	1.05							
				06 Mar 2020	185797	Market Buy	506487	1.67	506487	1.67
5	Valley Distributors LLP	0	-							
				31 Mar 2020	384665	Market Buy	384665	1.26	384665	1.26
6	East India Securities Ltd	737231	2.42							
				31 Mar 2020	-384665	Market Sell	352566	1.16	352566	1.16
7	Pat Financial Consultants Private Limited	328049	1.08	-	-	-	-	-	328049	1.08
8	Prithvi Vincom Private Limited	326458	1.07	-	-	-	-	-	326458	1.07
9	Investor Education and Protection Fund Authority Ministry of Corporate Affairs	292608	1.03	-	-	-	-	-		
				02 Aug 2019	-250	Transfer	292358	0.96		
				04 Oct 2019	20902	Addition	313260	1.03	313260	1.03
10	Dhruva Shumsher Rana	281115	0.92							
				10 May 2019	550	Market Buy	281665	0.93		
				26 Jul 2019	2000	Market Buy	283665	0.93		
				09 Aug 2019	2250	Market Buy	285915	0.94		
				23 Aug 2019	400	Market Buy	286315	0.94		
				30 Aug 2019	500	Market Buy	286815	0.94		
				13 Sep 2019	1287	Market Buy	288102	0.95		
				21 Feb 2020	500	Market Buy	288602	0.95		
				28 Feb 2020	2936	Market Buy	291538	0.96		
				06 Mar 2020	5496	Market Buy	297034	0.98		
				27 Mar 2020	2921	Market Buy	299955	0.99	299955	0.99
11	Ruchit Bharat Patel	214902	0.71	-	-	-	-	-	214902	0.71
12	Hardik B. Patel	62843	0.20	-	-	-	-	-	62843	0.20

Note: Top 10 shareholders as on April 1, 2019 and March 31, 2020 and any change in their shareholding



Shareholding pattern (Equity share capital breakup as percentage of Total Capital)

v) Shareholding of Directors and Key Managerial Personnel

Sr. No.	Name		ling at the of the year		Decrease in Iolding	Sharehold end of t	ling at the he year
		No. of shares	% of total shares of the Company	Increase	Decrease	No. of shares	% of total shares of the Company
1.	Sanat M. Shah, Chairman	1484709	4.88	-	-	1484709	4.88
2.	Sanjay S. Shah, Vice Chairman & Managing Director	1373461	4.52	2390980	-	3764441	12.38
3.	Pradeep S. Shah, Managing Director	1765721	5.81	2390980	-	4156701	13.67
4.	Hiten C. Timbadia, Independent Director	3500	0.01	-	-	3500	0.01
5.	Amit N. Dalal, Independent Director#	0	0.00	-	-	0	0.00
6.	Perses M. Bilimoria, Independent Director	0	0.00	-	-	0	0.00
7	Abhay J. Mehrotra, Independent Director	0	0.00	-	-	0	0.00
8.	Jai S. Diwanji, Independent Director#	7500	0.02	-	-	7500	0.02
9	Bhupal B. Nandgave, Whole Time Director (Works)	1200	0.00	-	-	1200	0.00
10	Basheera J. Indorewala	0	0.00	-	-	0	0.00
11	Amit Jain, Chief Financial Officer	0	0.00	-	-	0	0.00
12	Mihir Mehta, Company Secretary	50	0.00	-	-	50	0.00

ceased to be Directors w.e.f. March 3, 2020.

Indebtedness

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

	5	. ,	((Amount in Rs. Lakhs)
	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year (As on April 1, 2019)				
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	911.36	-	-	911.36
Reduction	-	-	-	-
Exchange difference	-	-	-	-
Net Change	911.36	-	-	911.36
Indebtedness at the end of the financial year (As on March 31, 2020)				
i) Principal Amount	911.36	-	-	911.36
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	5.00	-	-	5.00
Total (i+ii+iii)	916.36	-	-	916.36

Annexure 6

Remuneration of Directors and Key Managerial Personnel

A. Remuneration to Managing Directors, Whole Time Directors and / or Manager

(Amount in Rs. Lakhs)

Sr. No.	Particulars of Remuneration	Na	me of MD / WTD / I	Manager	Total Amount
		Sanjay S. Shah	Pradeep S. Shah	Bhupal B. Nandgave	
1.	Gross Salary				
	(a) Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961	107.73	109.47	23.40	240.60
	(b) Value of perquisites u/s. 17(2) of the Income Tax Act, 1961	11.46	9.72	0.39	21.57
	(c) Profits in lieu of Salary u/s. 17(3) of the Income Tax Act, 1961	-	-	-	-
2.	Stock Options	-	-	-	-
3.	Sweat Equity	-	-	-	-
4.	Commission	-	-	-	-
	- As % of Profits	-	-	-	-
	- Others, specify	-	-	-	-
5.	Others	-	-	-	-
	Total	119.19	119.19	23.79	262.17
	Ceiling as per the Act	Rs. 240 Lakhs fo	or each of the Mana	aging / Whole Time Dire	ector

B. Remuneration to other Directors

Annexure 7

(Amount in Rs. Lakhs)

Sr. No.	Particulars of Remuneration			Na	me of Direc	tors			Total Amount
		Hiten C. Timbadia	Amit N. Dalal#	Perses M. Bilimoria	Abhay J. Mehrotra	Jai S. Diwanji#	Sanat M. Shah	Basheera J. Indorewala	
1.	Independent Directors								
	(a) Fee for attending Board / Committee Meetings	1.47	0.45	1.47	1.47	0.60	-	0.60	6.06
	(b) Commission								
	(c) Others								
	Total – 1	1.47	0.45	1.47	1.47	0.60	-	0.60	6.06
2.	Other Non-Executive Directors								
	(a) Fee for attending Board / Committee Meetings						0.60		0.60
	(b) Commission								
	(c) Others								
	Total - 2	-	-	-	-	-	0.60	-	0.60
3.	Total B (1 + 2)								6.66
	Total Managerial Remuneration*								268.83
	Overall Ceiling as per	As per Sec	tion 197 re	ad with Sch	nedule V of	the Compan	ies Act for	each of the I	Managing
	the Act	and Remu	neration o	f Manageria	l Personnel) Rules, 201	4, sitting fo	npanies (App ees per non- Committee.	

* Total remuneration to Managing Directors, Whole Time Director and Other Directors (being the total of A and B)

ceased to be Directors w.e.f. March 3, 2020.



Sr. **Particulars of Remuneration Key Managerial Personnel** Total No. Amount CEO CFO Company Secretary (Amit Jain) (Mihir Mehta) 1. **Gross Salary** 44.54 (a) Salary as per provisions contained in Section 25.73 18.67 17(1) of the Income Tax Act, 1961 (b) Value of perquisites u/s. 17(2) of the Income Tax _ Act, 1961 (c) Profits in lieu of Salary u/s. 17(3) of the Income _ _ _ Tax Act, 1961 Not Applicable **Stock Options** 2. ---3. Sweat Equity ---4. Commission ---As % of Profits --_ _ -Others, specify ---Others 5. _ -_ Total 25.73 18.67 44.54

Annexure 8

Penalties / Punishment / Compounding of Offences

	Туре	Section of the Companies Act	Brief description	Details of penalties / punishment / compounding fees impound	Authority (RD / NCLT / COURT)	Appeal made, if any (give details)
Α.	Company					
	Penalty					
	Punishment					
	Compounding					
В.	Directors					
	Penalty					
	Punishment					
	Compounding					
с.	Other Officers in Default					
	Penalty					
	Punishment					
	Compounding					

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

(Amount in Rs. Lakhs)