

## Form No. MGT-9

### EXTRACT OF ANNUAL RETURN

as on the financial year ended on 31st March, 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)	<b>CIN</b>	U74999MH1979PLC021942
(ii)	<b>Registration Date</b>	29th November, 1979
(iii)	<b>Name of the Company</b>	Carol Info Services Limited
(iv)	<b>Category/Sub-Category of the Company</b>	Public Company limited by shares
(v)	<b>Address of the Registered office and Contact details</b>	Wockhardt Towers, Bandra Kurla Complex, Bandra (East), Mumbai 400 051 Tel No : +91 22 2653 4444 Fax No. : +91 22 2652 3905
(vi)	<b>Whether listed company (Yes/No)</b>	No
(vii)	<b>Name, Address and Contact details of Registrar and Transfer Agent, if any</b>	Link Intime India Private Limited C-101, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West), Mumbai – 400 083 Tel No : +91 22 4918 6270 Fax No : +91 22 4918 6060 Email id : rnt.helpdesk@linkintime.com

#### II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

Sl. No	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the Company
1.	Renting of immovable property	681	49%

#### 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 of Companies Act, 2013
1.	Khorakiwala Holdings and Investments Private Limited Wockhardt Towers, Bandra - Kurla Complex, Bandra (East), Mumbai – 400 051	U67120MH1981PTC023803	Holding	92.20%	2(46)
2.	Banneret Trading Private Limited 6 <sup>th</sup> Floor, Wockhardt Towers, Bandra- Kurla Complex, Bandra (East), Mumbai – 400 051	U51900MH2008PTC181284	Subsidiary	100%	2(87)
3.	Wockhardt Hospital Limited 6 <sup>th</sup> Floor, Wockhardt Towers, Bandra- Kurla Complex, Bandra (East), Mumbai – 400 051	U85100MH1991PLC063096	Associate	31.97%	2(6)

# Carol Info Services Limited

## 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 1st April, 2019)				No. of Shares held at the end of the year (as on 31st March, 2020)				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. PROMOTERS</b>									
(1) Indian									
(a) Individual/HUF	2,82,580	0	2,82,580	0.80	2,82,580		2,82,580	0.80	0.00
(b) Central Govt.	0	0	0	0.00					
(c) State Govt.(s)	0	0	0	0.00					
(d) Bodies Corporates	33,753,368	10,315	33,763,683	95.28	33,763,683		33,763,683	95.28	0.00
(e) Banks / FI	0	0	0	0.00					
(f) Any Other	0	0	0	0.00					
<b>Sub-total (A)(1)</b>	<b>34,035,948</b>	<b>10,315</b>	<b>34,046,263</b>	<b>96.08</b>	<b>34,046,263</b>		<b>34,046,263</b>	<b>96.08</b>	<b>0.00</b>
(2) Foreign									
(a) NRIs-Individuals	0	0	0	0.00	0	0	0	0.00	0.00
(b) Other Individuals	0	0	0	0.00	0	0	0	0.00	0.00
(c) Bodies Corp.	0	0	0	0.00	0	0	0	0.00	0.00
(d) Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
(e) Any Other...	0	0	0	0.00	0	0	0	0.00	0.00
<b>Sub-total (A)(2)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
<b>Total shareholding of Promoter (A) = (A)(1)+(A)(2)</b>	<b>34,035,948</b>	<b>10,315</b>	<b>34,046,263</b>	<b>96.08</b>	<b>34,046,263</b>		<b>34,046,263</b>	<b>96.08</b>	<b>0.00</b>
<b>B. PUBLIC SHAREHOLDING</b>									
(1) Institutions									
(a) Mutual Funds	0	0	0	0.00	0.00	0	0	0	0
(b) Banks / FI	2,200	200	2,400	0.01	2200	200	2400	0	0
(c) Central Govt.	0	0	0	0.00	0.00	0	0	0	0
(d) State Govt.(s)	0	0	0	0.00	0.00	0	0	0	0
(e) Venture Capital Funds	0	0	0	0.00	0.00	0	0	0	0
(f) Insurance Companies	0	0	0	0.00	0.00	0	0	0	0
(g) FIs	0	0	0	0.00	0.00	0	0	0	0
(h) Foreign Venture Capital Funds	0	0	0	0.00	0.00	0	0	0	0
(i) Others (specify)									
Foreign Portfolio Investor	0	0	0	0.00	0	0	0	0.00	0.00
Alternative Investment Fund	0	0	0	0.00	0.00				
Foreign Bank	3200	0	3,200	0.01	3200	0	3200	0.01	0.0
<b>Sub-total (B)(1)</b>	<b>5,400</b>	<b>200</b>	<b>5,600</b>	<b>0.02</b>	<b>5400</b>	<b>200</b>	<b>5600</b>	<b>0.02</b>	<b>0.00</b>
(2) Non-Institutions									
(a) Bodies Corporate									
(i) Indian	54,602	18,160	72,762	0.21	55541	18160	73701	0.21	0.00
(ii) Overseas	0	0	0	0.00	0.00				
(b) Individuals									
(i) Individual shareholders holding nominal share capital upto ₹ 1 lakh	668,637	327,658	996,295	2.81	670346	324057	994403	2.81	(0.00)
(ii) Individual shareholders holding nominal share capital in excess of ₹ 1 lakh	12,780	0	12,780	0.04	25560	0	25560	0.07	0.03
(c) Others (specify)									
(i) Non-Resident Indian (Repat)	7,275	1,500	8,775	0.02	7275	1500	8775	0.02	0.00
(ii) Non-Resident Indian (Non- Repat)	7,574	0	7,574	0.02	9074	0	9074	0.03	0.00
(iii) Foreign Nationals	0	0	0	0.00	0.00	0	0	0	0.00
(iv) Clearing Members	7,785	0	7,785	0.02	7109	0	7109	0.02	(0.00)
(v) Directors / Relatives of Directors	225	300	525	0.00	225	300	525	0.01	0.01
(vi) Trusts	50	0	50	0.00	50	0	50	0.00	0.00
(vii) Hindu Undivided Family	35,471	0	35,471	0.10	22820	0	22820	0.06	(0.04)
(viii) Investor Education and Protection Fund Authority Ministry of Corporate Affairs <sup>1</sup>	242,592	0	242,592	0.68	242592	0	242592	0	0
<b>Sub-total (B)(2)</b>	<b>1,036,991</b>	<b>347,618</b>	<b>1,384,609</b>	<b>3.90</b>	<b>1040592</b>	<b>344017</b>	<b>1384609</b>	<b>3.91</b>	<b>0.01</b>
<b>Total Public Shareholding (B)=(B)(1)+(B)(2)</b>	<b>1,042,391</b>	<b>347,518</b>	<b>1,390,209</b>	<b>3.92</b>	<b>1045992</b>	<b>344217</b>	<b>1390209</b>	<b>3.92</b>	<b>0.00</b>
<b>C. SHARES HELD BY CUSTODIAN FOR GDRS &amp; ADRS<sup>2</sup></b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>
<b>Grand Total (A+B+C)</b>	<b>35,078,339</b>	<b>358,133</b>	<b>35,436,472</b>	<b>100.00</b>	<b>35092255</b>	<b>344217</b>	<b>35436472</b>	<b>100</b>	<b>0.00</b>

- 1 The voting rights on these shares shall remain frozen till the rightful owner claims the shares [Refer to Section 124 of the Companies Act, 2013]
- 2 As on 31<sup>st</sup> March, 2020, there are no outstanding Global Depository Receipts ('GDRs'). They were re-classified in the category 'Bodies Corporate' as they no longer represent the GDR holders.

## (ii) Shareholding of Promoters

Sl. No	Shareholder's Name	Shareholding at the beginning of the year (as on 1st April, 2019)			Shareholding at the end of the year (as on 31st March, 2020)			% change in share holding 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.	Khorakiwala Holdings and Investments Private Limited	32,671,905	92.20	Nil	32,671,905	92.20	Nil	0
2.	Palanpur Holdings and Investments Private Limited	1,051,120	2.97	Nil	1,051,120	2.97	Nil	0
3.	Dartmour Holdings Private Limited	40,658	0.12	Nil	40,658	0.12	Nil	0
4.	Dr. H. F. Khorakiwala	134,300	0.38	Nil	134,300	0.38	Nil	0
5.	Dr. Murtaza Khorakiwala	75,400	0.21	Nil	75,400	0.21	Nil	0
6.	Dr. Huzaifa Khorakiwala	72,000	0.20	Nil	72,000	0.20	Nil	0
7.	Ms. Nafisa Khorakiwala	880	0.00	Nil	880	0.00	Nil	0
	Total	34,046,263	96.08	Nil	34,046,263	96.08	Nil	

## (iii) Change in Promoters' Shareholding

Sl. No	Shareholder's Name	Shareholding at the beginning of the year (as on 1st April, 2019)		Cumulative Shareholding during the Year		Shareholding at the end of the Year (as on 31st March, 2020)	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1.	NIL						

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

MGT-9 IV. Shareholding Pattern of Top Ten Shareholders							
Sr No.	Name & Type of Transaction	Shareholding at the beginning of the year - 2019		Transactions during the year		Cumulative Shareholding at the end of the year - 2020	
		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	Ajinkya Electromelt Pvt Ltd.	29700	0.0838			29700	0.0838
	At The End Of The Year					29700	0.0838
2	A Meyyappan	12780	0.0361			12780	0.0361
	At The End Of The Year					12780	0.0361
3	Chockalingam A **	0	0			0	0
	Purchase			03 May 2019	12780	12780	0.0361
	At The End Of The Year					12780	0.0361
4	Luxmi Kant Gupta	7180	0.0203			7180	0.0203
	At The End Of The Year					7180	0.0203
5	Zaahid Holding & Investment Pvt Ltd	7100	0.0200			7100	0.0200
	At The End Of The Year					7100	0.0200
6	Sheela Ashwin Chiniwalla	7000	0.0198			7000	0.0198
	At The End Of The Year					7000	0.0198
7	Ashwinikumar Ramkumar Poddar	6300	0.0178			6300	0.0178
	At The End Of The Year					6300	0.0178
8	Century Consultants Ltd	5950	0.0168			5950	0.0168
	At The End Of The Year					5950	0.0168
9	Charu Gupta	1400	0.004			1400	0.0040
	Transfer			25 Oct 2019	3800	5200	0.0147
	At The End Of The Year					5200	0.0147
10	Ashok Kumar Chopra	5000	0.0141			5000	0.0141
	At The End Of The Year					5000	0.0141
11	Bankers Trust Company - Ny,As Depository	5000	0.0141			5000	0.0141
	At The End Of The Year					5000	0.0141
12	A C A Avudayappa Chettiar#	12780	0.0361			12780	0.0361
	Sale			03 May 2019	(12780)	0	0
	At The End Of The Year					0	0

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\* Represents shareholder not in the list of Top 10 shareholders as on 1<sup>st</sup> April, 2019. However, the same has been reflected above since the shareholder was one of the Top 10 shareholders as on 31<sup>st</sup> March, 2020.

# Represents shareholder that ceased to be in the list of Top 10 shareholders as on 31<sup>st</sup> March, 2020. However, the same is reflected above since the shareholder was one of the Top 10 shareholders as on 1<sup>st</sup> April, 2019.

## (iv) Shareholding of Directors and Key Managerial Personnel:

Sl. No.	For Each of the Directors and KMP	Shareholding at the beginning of the year (as on 1st April, 2019)		Cumulative Shareholding during the year		Shareholding at the end of the year (as on 31st March, 2020)	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1.	Dr. G. B. Parulkar	100	0.00	100	0.00	100	0.00
2.	Mr. Stephen D'Souza <sup>&amp;</sup>	250	0.00	250	0.00	250	0.00
3.	Mr. Akhtar Shamsi	–	–	–	–	–	–
4.	Ms. Vijaya Nair	175	0.00	175	0.00	175	0.00
5.	Mr. Nikhil Malpani <sup>*</sup>	4	0.00	4	0.00	4	0.00

<sup>&</sup> The shares are held as a joint holder along with his relatives.

<sup>\*</sup> Resigned w.e.f 11<sup>th</sup> March 2020

## V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment (Amount in ₹ Thousand)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year (i.e. 1st April, 2019)				
i) Principal Amount	2,827,434	54,690	–	2,882,124
ii) Interest due but not paid	–	–	–	–
iii) Interest accrued but not due	–	–	–	–
<b>Total (i+ii+iii)</b>	<b>2,827,434</b>	<b>54,690</b>	<b>–</b>	<b>2,882,124</b>
Change in Indebtedness during the financial year 2019-20				
i) Addition on account of Interest accrued				
ii) Addition on account of loan received	3,450,108	–	–	3,450,108
iii) Reduction	2,843,494	54,690		2,898,184
<b>Net Change</b>	<b>606,614</b>	<b>(54,690)</b>	<b>–</b>	<b>551,924</b>
Indebtedness at the end of the financial year (i.e. 31st March, 2020)				
i) Principal Amount	3,434,048		–	3,434,048
ii) Interest due but not paid	–	–	–	–
iii) Interest accrued but not due	–	–	–	–
<b>Total (i+ii+iii)</b>	<b>3,434,048</b>		<b>–</b>	<b>3,434,048</b>

\* In relation to Interest accrued

## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

(Amount in ₹ Thousand)

Sl. No.	Particulars of Remuneration	Name of MD/ WTD/ Manager Dr. G. B. Parulkar, Chairman & Managing Director	Total Amount
1.	Gross salary		
	(a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	300	300
	(b) Value of perquisites u/s 17(2) of Income-tax Act, 1961	–	–
	(c) Profits in lieu of salary under u/s 17(3) of Income-tax Act, 1961	–	–
2.	Stock Option	–	–
3.	Sweat Equity	–	–
4.	Commission - as % of profit - others, specify...	–	–
5.	Others, please specify Out-of-pocket expenses	–	–
Total (A)		300	300
Ceiling as per the Act (being 5% of the Net Profits of the Company calculated as per Section 198 of the Companies Act, 2013)			26,705

### B. Remuneration to other directors:

(Amount in ₹ Thousand)

Sl. No.	Particulars of Remuneration	Name of Directors				Total Amount
		Mr. Akhtar Shamsi	Mr. Neeraj Jain <sup>@</sup>	Mr. Stephen D'Souza	Ms. Vijaya Nair	
1.	Independent Directors					
	• Fee for attending board / committee meetings	11			11	
	• Commission	–	–	–	–	–
	• Others, please specify	–	–	–	–	–
	<b>Total (1)</b>		–	–		
2.	Other Non-Executive Directors					
	• Fee for attending board / committee meetings	–	6	10		
	• Commission	–				
	• Others, please specify	–				
	<b>Total (2)</b>	–				
	<b>Total (B) = (1+2)</b>					
Ceiling as per the Act (being 1% of the Net Profits of the Company calculated as per Section 198 of the Companies Act, 2013)						5341
<b>Total Managerial Remuneration (A+B)</b>						
Overall Ceiling as per the Act (being 11% of the Net Profits of the Company calculated as per Section 198 of the Companies Act, 2013)						58751

<sup>@</sup> Resigned as Director with effect from 24<sup>th</sup> September, 2019.

<sup>\*</sup> Pursuant to Section 197(2) of the Companies Act, 2013, ₹ 38,000 paid as fees for attending board/committee meetings is termed exclusive from the of ceiling of 1% and 11% of the Net Profits of the Company calculated as per Section 198 of the Companies Act, 2013.

# Carol Info Services Limited

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

(Amount in ₹ Thousand)

Sl. No.	Particulars of Remuneration	Key Managerial Personnel			Total
		CEO	Company Secretary - Nikhil \$Malpani	Chief Financial Officer - Ravi @ Shankar Mitra	
1.	Gross salary				
	(a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961		9.45	4.93	5.06
	(b) Value of perquisites u/s 17(2) of Income-tax Act, 1961	N.A.			
	(c) Profits in lieu of salary under Section 17(3) of Income-tax Act, 1961		-	-	-
2.	Stock Option		-	-	-
3.	Sweat Equity		-	-	-
4.	Commission - as % of profit - others, specify...		-	-	-
5.	Others, please specify		-	-	-
	<b>Total</b>				

@ Resigned as CFO with effect from 27<sup>th</sup> September, 2019.

# Appointed as CFO with effect from 27<sup>th</sup> September, 2019

\$ Resigned as Company Secretary with effect from 11<sup>th</sup> March, 2020

## 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)
<b>A. COMPANY</b>					
Penalty					
Punishment					
Compounding					
<b>B. DIRECTORS</b>					
Penalty					
Punishment			NIL		
Compounding					
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty					
Punishment					
Compounding					

For and on behalf of the Board of Directors

**Akhtar Shamsi**  
Chairman  
DIN: 00045731