

Annexure - II

FORM NO. MGT- 9

EXTRACT OF ANNUAL RETURN as on the Financial Year ended March 31, 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 & OTHER DETAILS:

i	CIN	L19129WB1981PLC034337
ii	Registration Date	December 03, 1981
iii	Name of the Company	Khadim India Limited
iv	Category/Sub-category of the Company	Company limited by Shares / Non-govt company
v	Address of the Registered office and contact details	Kankaria Estate, 5 th Floor 6, Little Russell Street, Kolkata, West Bengal - 700071
vi	Whether listed company	Yes
vii	Name , Address & contact details of the Registrar & Transfer Agent, if any.	Link Intime India Private Limited C-101, 1 st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West) Mumbai - 400083 Tel: +91 22 49186000 Fax: +91 22 49186060 Email: mumbai@linkintime.co.in

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY - RETAILING AND DIRECT SALES

All the business activities contributing 10% or more of the total turnover of the company are:

Sl. No	Name & Description of main products/services	NIC Code of the Product /service	% to total turnover of the Company
1	Footwear - Retail [^]	47713	63%
2	Footwear - Wholesale ^{^^}	46413	26%

[^] Retail consists of Company Owned and Operated Outlets (COCOs), Franchisee Run and Managed outlets (FRMs), Branded Outlets (BOs) and Exclusive Branded Outlets (EBOs).

^{^^} Wholesale consists of Distribution Business.

III PARTICULARS OF HOLDING, SUBSIDIARY & ASSOCIATE COMPANIES:

Sl. No.	Name & Address of the Company	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
1	Knightsville Private Limited	U45209WB2005PTC103948	Holding	48.63	2(46)

Note: Post Completion of IPO on 14th November, 2017, the shareholding of Knightsville Private Limited has come down to 48.63% from 50.51%. However, Knightsville Private Limited remains as Holding Company since it continues to control the Company.

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IV SHAREHOLDING PATTERN (Equity Share capital Break up as % to total Equity)

(i) Category-wise Share Holding

Category of Shareholders	Shareholding at the beginning of the year			Shareholding at the end of the year			% Change during the year
	Demat	Physical	Total % of Total Shares	Demat	Physical	Total % of Total Shares	
A Shareholding of Promoter and Promoter Group							
1 Indian							
a Individuals / Hindu Undivided Family	1451209	0	1451209 8.08	1459209	0	1459209 8.12	0.04
b Central Government / State Government(s)	0	0	0.00	0	0	0.00	0.00
c Financial Institutions / Banks	0	0	0.00	0	0	0.00	0.00
d Any Other (Specify)							
e Bodies Corporate	9273229	0	9273229 51.62	9273229	0	9273229 51.61	-0.01
Sub Total (A)(1)	10724438	0	10724438 59.70	10732438	0	10732438 59.73	0.03
2 Foreign							
a Individuals (Non-Resident Individuals / Foreign Individuals)	0	0	0.00	0	0	0.00	0.00
b Government	0	0	0.00	0	0	0.00	0.00
c Institutions	0	0	0.00	0	0	0.00	0.00
d Foreign Portfolio Investor	0	0	0.00	0	0	0.00	0.00
e Any Other (Specify)							
Sub Total (A)(2)	0	0	0.00	0	0	0.00	0.00
Total Shareholding of Promoter and Promoter Group(A)=(A)(1)+(A)(2)	10724438	0	10724438 59.70	10732438	0	10732438 59.73	0.03
B Public Shareholding							
1 Institutions							
a Mutual Funds / UTI	3004564	0	3004564 16.72	4845635	0	4845635 26.97	10.24
b Venture Capital Funds	0	0	0.00	0	0	0.00	0.00
c Alternate Investment Funds	959948	0	959948 5.34	664000	0	664000 3.70	-1.65
d Foreign Venture Capital Investors	0	0	0.00	0	0	0.00	0.00
e Foreign Portfolio Investor	1115206	0	1115206 6.21	498260	0	498260 2.77	-3.43
f Financial Institutions / Banks	2334	0	2334 0.01	2134	0	2134 0.01	0.00
g Insurance Companies	0	0	0.00	0	0	0.00	0.00
h Provident Funds/ Pension Funds	0	0	0.00	0	0	0.00	0.00
i Any Other (Specify)							
Sub Total (B)(1)	5082052	0	5082052 28.29	6010029	0	6010029 33.45	5.16

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Category of Shareholders	Shareholding at the beginning of the year			Shareholding at the end of the year			% Change during the year
	Demat	Physical	Total	Demat	Physical	Total	
2 Central Government/ State Government(s)/ President of India							
Sub Total (B)(2)	0	0	0	0	0	0	0.00
3 Non-Institutions							
a Individuals							
(i) Individual shareholders holding nominal share capital upto ₹ 1 lakh.	1520882	0	1520882	993527	20	993547	5.53
(ii) Individual shareholders holding nominal share capital in excess of ₹ 1 lakh	20000	0	20000	23816	0	23816	0.13
b NBFCs registered with RBI	0	0	0	0	0	0	0.00
c Employee Trusts							
d Overseas Depositories(holding DRs) (balancing figure)	0	0	0	0	0	0	0.00
e Any Other (Specify)							
(i) Hindu Undivided Family	68793	0	68793	44132	0	44132	0.25
(ii) Non Resident Indians (Non Repat)	4786	0	4786	22100	0	22100	0.12
(iii) Non Resident Indians (Repat)	2486	0	2486	26000	0	26000	0.14
(iv) Clearing Member	108762	0	108762	79303	0	79303	0.44
(v) Bodies Corporate	432998	0	432998	38229	0	38229	0.21
Sub Total (B)(3)	2158707	0	2158707	1227127	20	1227147	6.83
Total Public Shareholding(B)=(B)(1)+(B)(2)+(B)(3)	7240759	0	7240759	7237156	20	7237176	40.27
Total (A)+(B)	17965197	0	17965197	17965197	20	17965197	100.00
C Non Promoter - Non Public							
1 Custodian/DR Holder	0	0	0	0	0	0	0.00
2 Employee Benefit Trust (under SEBI (Share based Employee Benefit) Regulations, 2014)	0	0	0	0	0	0	0.00
Total (A)+(B)+(C)	17965197	0	17965197	17965197	20	17965197	100.00

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(ii) SHARE HOLDING OF PROMOTERS AND PROMOTER GROUP

Sl. No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in the shareholding during the year
		No. of Shares	% of total shares of the Company	% of shares pledged/encumbered total shares	No. of Shares	% of total shares of the Company	% of shares pledged/encumbered total shares	
1	KNIGHTSVILLE PRIVATE LIMITED	8737829	48.64	0.00	8737829	48.63	0.00	-0.01
2	SIDDHARTHA ROY BURMAN	1451149	8.08	0.00	1459149	8.12	0.00	0.04
3	KHADIM DEVELOPMENT COMPANY PRIVATE LIMITED	302950	1.69	0.00	302950	1.69	0.00	0.00
4	MOVIEWALLAH COMMUNICATIONS PRIVATE LIMITED	172450	0.96	0.00	172450	0.96	0.00	0.00
5	TETENAL PHOTOCHEMIE PRIVATE LIMITED	35000	0.19	0.00	35000	0.19	0.00	0.00
6	PHOTO IMAGING PRIVATE LIMITED	25000	0.14	0.00	25000	0.14	0.00	0.00
7	TANUSREE ROY BURMAN	60	0.00	0.00	60	0.00	0.00	0.00
	Total	10724438	59.70	0.00	10732438	59.73	0.00	0.03

(iii) CHANGE IN SHAREHOLDING OF PROMOTERS AND PROMOTER GROUP

Sl. No.	Name & Type of Transaction	Shareholding at the beginning of the year		Transactions during the year		Cumulative Shareholding during the year	
		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	KNIGHTSVILLE PRIVATE LIMITED						
	AT THE BEGINNING OF THE YEAR	8737829	48.63				
	AT THE END OF THE YEAR					8737829	48.63
2	SIDDHARTHA ROY BURMAN						
	AT THE BEGINNING OF THE YEAR	1451149	8.08				
	Transfer			01 Mar 2019	4400	1455549	8.10
	Transfer			08 Mar 2019	3600	1459149	8.12
	AT THE END OF THE YEAR					1459149	8.12
3	KHADIM DEVELOPMENT COMPANY PRIVATE LIMITED						
	AT THE BEGINNING OF THE YEAR	302950	1.69				
	AT THE END OF THE YEAR					302950	1.69

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Sl. No.	Name & Type of Transaction	Shareholding at the beginning of the year		Transactions during the year		Cumulative Shareholding during the year	
		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
4	MOVIEWALLAH COMMUNICATIONS PRIVATE LIMITED						
	AT THE BEGINNING OF THE YEAR	172450	0.96				
	AT THE END OF THE YEAR					172450	0.96
5	TETENAL PHOTOCHEMIE PRIVATE LIMITED						
	AT THE BEGINNING OF THE YEAR	35000	0.19				
	AT THE END OF THE YEAR					35000	0.19
6	PHOTO IMAGING PRIVATE LIMITED						
	AT THE BEGINNING OF THE YEAR	25000	0.14				
	AT THE END OF THE YEAR					25000	0.14
7	TANUSREE ROY BURMAN						
	AT THE BEGINNING OF THE YEAR	60	0.00				
	AT THE END OF THE YEAR					60	0.00

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

Sl. No.	Name & Type of Transaction	Shareholding at the beginning of the year		Transactions during the year		Cumulative Shareholding during the year	
		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	IDFC MULTI CAP FUND						
	AT THE BEGINNING OF THE YEAR	720916	4.01				
	Transfer			06 Apr 2018	17424	738340	4.11
	Transfer			13 Apr 2018	16197	754537	4.20
	Transfer			20 Apr 2018	4603	759140	4.22
	Transfer			27 Apr 2018	32131	791271	4.40
	Transfer			04 May 2018	19047	810318	4.51
	Transfer			11 May 2018	10676	820994	4.57
	Transfer			18 May 2018	8145	829139	4.61
	Transfer			25 May 2018	6937	836076	4.65
	Transfer			01 Jun 2018	10010	846086	4.71
	Transfer			08 Jun 2018	3511	849597	4.73
	Transfer			15 Jun 2018	15357	864954	4.81
	Transfer			22 Jun 2018	2381	867335	4.83
	Transfer			30 Jun 2018	3778	871113	4.85
	Transfer			06 Jul 2018	12000	883113	4.91
	Transfer			13 Jul 2018	2000	885113	4.93
	Transfer			20 Jul 2018	8000	893113	4.97
	Transfer			27 Jul 2018	37093	930206	5.18
	Transfer			03 Aug 2018	9829	940035	5.23
	Transfer			24 Aug 2018	(57888)	882147	4.91

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Sl. No.	Name & Type of Transaction	Shareholding at the beginning of the year		Transactions during the year		Cumulative Shareholding during the year	
		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
	Transfer			31 Aug 2018	61000	943147	5.25
	Transfer			07 Sep 2018	2332	945479	5.26
	Transfer			14 Sep 2018	4000	949479	5.28
	Transfer			21 Sep 2018	2142	951621	5.30
	Transfer			29 Sep 2018	29858	981479	5.46
	Transfer			05 Oct 2018	6000	987479	5.50
	Transfer			12 Oct 2018	3119	990598	5.51
	Transfer			19 Oct 2018	1171	991769	5.52
	Transfer			26 Oct 2018	3136	994905	5.54
	Transfer			02 Nov 2018	14445	1009350	5.62
	Transfer			04 Jan 2019	5000	1014350	5.64
	Transfer			18 Jan 2019	3000	1017350	5.66
	Transfer			25 Jan 2019	2000	1019350	5.67
	Transfer			01 Feb 2019	1589	1020939	5.68
	Transfer			08 Feb 2019	385	1021324	5.68
	Transfer			15 Mar 2019	8411	1029735	5.73
	Transfer			29 Mar 2019	1501	1031236	5.74
	AT THE END OF THE YEAR					1031236	5.74
2	UTI - CCF -SAVINGS PLAN						
	AT THE BEGINNING OF THE YEAR	395032	2.20				
	Transfer			27 Apr 2018	8990	404022	2.25
	Transfer			04 May 2018	10	404032	2.25
	Transfer			08 Jun 2018	1648	405680	2.26
	Transfer			27 Jul 2018	1000	406680	2.26
	Transfer			10 Aug 2018	1000	407680	2.27
	Transfer			07 Sep 2018	2000	409680	2.28
	Transfer			14 Sep 2018	3630	413310	2.30
	Transfer			05 Oct 2018	5000	418310	2.33
	Transfer			15 Feb 2019	11370	429680	2.39
	Transfer			29 Mar 2019	399593	829273	4.61
	AT THE END OF THE YEAR					829273	4.61
3	MIRAE ASSET EMERGING BLUECHIP FUND						
	AT THE BEGINNING OF THE YEAR	333599	1.86				
	Transfer			06 Apr 2018	45552	379151	2.11
	Transfer			13 Apr 2018	10	379161	2.11
	Transfer			20 Apr 2018	31727	410888	2.29
	Transfer			27 Apr 2018	13821	424709	2.36
	Transfer			11 May 2018	7651	432360	2.41
	Transfer			08 Jun 2018	10000	442360	2.46
	Transfer			30 Jun 2018	3948	446308	2.48
	Transfer			06 Jul 2018	2103	448411	2.50
	Transfer			27 Jul 2018	44202	492613	2.74
	Transfer			24 Aug 2018	7967	500580	2.79
	Transfer			28 Dec 2018	305012	805592	4.48
	Transfer			15 Feb 2019	17000	822592	4.58
	AT THE END OF THE YEAR					822592	4.58

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Sl. No.	Name & Type of Transaction	Shareholding at the beginning of the year		Transactions during the year		Cumulative Shareholding during the year	
		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
4	SUNDARAM MUTUAL FUND A/C SUNDARAM SMALL CAP FUND						
	AT THE BEGINNING OF THE YEAR	724804	4.03				
	Transfer			11 May 2018	25610	750414	4.18
	Transfer			18 May 2018	30377	780791	4.35
	Transfer			25 May 2018	15575	796366	4.43
	Transfer			22 Jun 2018	(1780)	794586	4.42
	Transfer			17 Aug 2018	(10011)	784575	4.37
	Transfer			24 Aug 2018	(5762)	778813	4.33
	Transfer			19 Oct 2018	(54777)	724036	4.03
	Transfer			26 Oct 2018	53915	777951	4.33
	AT THE END OF THE YEAR					777951	4.33
5	FRANKLIN INDIA SMALLER COMPANIES FUND						
	AT THE BEGINNING OF THE YEAR	580666	3.23				
	AT THE END OF THE YEAR					580666	3.23
6	ICICI PRUDENTIAL EQUITY & DEBT FUND						
	AT THE BEGINNING OF THE YEAR	0	0.00				
	Transfer			20 Apr 2018	81	81	0.00
	Transfer			27 Apr 2018	21960	22041	0.12
	Transfer			04 May 2018	1959	24000	0.13
	Transfer			18 May 2018	19834	43834	0.24
	Transfer			01 Jun 2018	9897	53731	0.30
	Transfer			08 Jun 2018	29042	82773	0.46
	Transfer			13 Jul 2018	2131	84904	0.47
	Transfer			20 Jul 2018	8486	93390	0.52
	Transfer			17 Aug 2018	443	93833	0.52
	Transfer			24 Aug 2018	12365	106198	0.59
	Transfer			31 Aug 2018	209	106407	0.59
	Transfer			07 Sep 2018	45	106452	0.59
	Transfer			26 Oct 2018	47967	154419	0.86
	Transfer			02 Nov 2018	841	155260	0.86
	Transfer			09 Nov 2018	47696	202956	1.13
	Transfer			16 Nov 2018	360406	563362	3.14
	Transfer			23 Nov 2018	9913	573275	3.19
	Transfer			30 Nov 2018	1598	574873	3.20
	Transfer			07 Dec 2018	5246	580119	3.23
	Transfer			18 Jan 2019	(664)	579455	3.22
	Transfer			01 Feb 2019	(619)	578836	3.22
	Transfer			15 Feb 2019	(7310)	571526	3.18
	Transfer			22 Feb 2019	(21)	571505	3.18
	Transfer			01 Mar 2019	(1815)	569690	3.17
	Transfer			29 Mar 2019	(45773)	523917	2.92
	AT THE END OF THE YEAR					523917	2.92

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Sl. No.	Name & Type of Transaction	Shareholding at the beginning of the year		Transactions during the year		Cumulative Shareholding during the year	
		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
7	SUNDARAM ALTERNATIVE OPPORTUNITIES FUND - NANO CAP SERIES I						
	AT THE BEGINNING OF THE YEAR	499300	2.78				
	AT THE END OF THE YEAR					499300	2.78
8	HSBC GLOBAL INVESTMENT FUNDS - ASIA EX JAPAN EQUITY SMALLER COMPANIES						
	AT THE BEGINNING OF THE YEAR	888733	4.95				
	Transfer			11 Jan 2019	(6144)	882589	4.91
	Transfer			18 Jan 2019	(11635)	870954	4.85
	Transfer			25 Jan 2019	(100)	870854	4.85
	Transfer			01 Feb 2019	(937)	869917	4.84
	Transfer			08 Feb 2019	(241)	869676	4.84
	Transfer			15 Feb 2019	(49825)	819851	4.56
	Transfer			29 Mar 2019	(400000)	419851	2.34
	AT THE END OF THE YEAR					419851	2.34
9	SUNDARAM ALTERNATIVE OPPORTUNITIES FUND - NANO CAP SERIES II						
	AT THE BEGINNING OF THE YEAR	164700	0.92				
	AT THE END OF THE YEAR					164700	0.92
10	HSBC SMALL CAP EQUITY FUND						
	AT THE BEGINNING OF THE YEAR	0	0.00				
	Transfer			02 Nov 2018	150000	150000	0.83
	AT THE END OF THE YEAR					150000	0.83

(v) Shareholding of Directors & Key Managerial Personnel (KMP)

Sl. No.	Name & Type of Transaction	Shareholding at the beginning of the year		Transactions during the year		Cumulative Shareholding during the year	
		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	SIDDHARTHA ROY BURMAN						
	AT THE BEGINNING OF THE YEAR	1451149	8.08				
	Transfer			01 Mar 2019	4400	1455549	8.10
	Transfer			08 Mar 2019	3600	1459149	8.12
	AT THE END OF THE YEAR					1459149	8.12
2.	INDRAJIT CHAUDHURI						
	AT THE BEGINNING OF THE YEAR	0	0.00				
	Transfer			13-Mar-19	958	958	0.01
	AT THE END OF THE YEAR					958	0.01

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VI. INDEBTEDNESS

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

in ₹ million					
Sl. No.	Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year					
i)	Principal Amount	684.81			684.81
ii)	Interest due but not paid	1.74			1.74
iii)	Interest accrued but not due	-			-
	Total (i+ii+iii)	686.55			686.55
Change in Indebtedness during the financial year					
	Additional	404.98			404.98
	Reduction	-			-
	Net Change	404.98			404.98
Indebtedness at the end of the financial year					
i)	Principal Amount	1,090.40			1,090.40
ii)	Interest due but not paid	1.13			1.13
iii)	Interest accrued but not due	-			-
	Total (i+ii+iii)	1,091.53			1,091.53

VII REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole - Time Director and/or Manager:

in ₹ million			
Sl. No.	Particulars of Remuneration	Name of the Managing Director/Whole-time Director Manager	Total Amount
1	Gross salary	Mr. Siddhartha Roy Burman	
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961	30.22	30.22
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	0.86	0.86
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	-	-
2	Stock option	-	-
3	Sweat Equity	-	-
4	Commission	-	-
	as % of profit	-	-
	Others, please specify	-	-
5	Others, please specify	-	-
	Total (A)	31.08*	31.08
Ceiling as per the Act - 5% of Net profit for Managing Director/Whole-time Director			

*Paid as per Schedule V of the Companies Act, 2013 pursuant to the Special Resolution passed at the Annual General Meeting dated September 23, 2016.

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B. Remuneration to other Directors

in ₹ million

Sl. No	Particulars of Remuneration	Name of the Directors			Total
1	Independent Directors	Mr.Alok Churiwala	Dr. Indra Nath Chatterjee	Prof. (Dr.) Surabhi Banerjee	
	(a) Fee for attending Board and Committee meetings	0.30	0.42	0.44	1.16
	(b) Commission	-	-	-	-
	(c) Others, please specify	-	-	-	-
	Total (1)	0.30	0.42	0.44	1.16
2	Other Non -Executive Directors	Ms. Namrata Ashok Chotrani	Mr. Ritoban Roy Burman		
	(a) Fee for attending Board and Committee meetings	0.36	0.17		0.53
	(b) Commission	-	-		-
	(c) Others, please specify.	-	-		-
	Total (2)	0.36	0.17		0.53
	Total (B)=(1+2)				1.69
	Total Managerial Remuneration [Total (A)+(B)]				32.77

Overall Ceiling as per the Act for Directors who are neither Managing Director / Whole - time Director - 1% of Net Profit.

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

in ₹ million

Sl. No.	Particulars of Remuneration	Key Managerial Personnel			Total
1	Gross Salary	Chief Executive Officer	Chief Financial Officer	Company Secretary	
(a)	Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961	6.56	4.06	2.16	12.78
(b)	Value of perquisites u/s 17(2) of the Income Tax Act, 1961	-	-	-	-
(c)	Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission	-	-	-	-
	- as % of profit	-	-	-	-
	- others, specify	-	-	-	-
5	Others, please specify	-	-	-	-
	Total	6.56	4.06	2.16	12.78

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VIII 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			None		
Compounding					
B. DIRECTORS					
Penalty					
Punishment			None		
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment			None		
Compounding					

For and on behalf of the Board of Directors

Siddhartha Roy Burman
Chairman & Managing Director
DIN: 00043715

Place: Kolkata
Date: May 17, 2019