

FORM NO. MGT-9
EXTRACT OF ANNUAL RETURN

as on the financial year ended on 31/03/2019

[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:

i.	CIN	U65999MH1995PLC267097
ii.	Registration Date	14/03/1995
iii.	Name of the Company	StarAgri Finance Limited
iv.	Category/Sub-category of the Company	Company Limited by Shares Indian Non-Government Company (NBFC)
v	Address of the Registered office & contact details	601-604, A-wing, Bonanza Building, Sahar Plaza, J.B. Nagar Metro Station, J.B. Nagar, Andheri (E), Mumbai - 400059 Phone No. +91-22-40467777 Fax No. 91-22-40467788
vi.	Whether listed company	No
vii.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	M/s. Link Intime India Private Limited, No.C-13, Pannalal Silk Mills Compound, Lal Bahadur Shastri Road, Bhandup West, Mumbai- 400078.

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10 % or more of the total turnover of the company shall be stated:

Sr. no	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	NBFC engaged in lending and allied services	649	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No	Name of the Company	CIN/GLN	Holding/ Subsidiary of the Company	% of shares	Applicable Section
1	Star Agriwarehousing and Collateral Management Limited	U51219RJ2006PLC022427	Holding	100%	2(46)

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-April-2018]				No. of Shares held at the end of the year[As on 31-March-2019]				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF*	-	60	60	0.01	-	60	60	0.01	
b) Central Govt	-	-	-	-	-	-	-	-	
c) State Govt(s)	-	-	-	-	-	-	-	-	
d) Bodies Corp.	149999940	-	149999940	99.99%	149999940	-	149999940	99.99%	
e) Banks / FI	-	-	-	-	-	-	-	-	
f) Any other	-	-	-	-	-	-	-	-	
Total shareholding of Promoter (A)	149999940	60	150000000	100%	149999940	60	150000000	100%	
B. Public Shareholding									
1. Institutions	-	-	-	-	-	-	-	-	
a) Mutual Funds	-	-	-	-	-	-	-	-	
b) Banks / FI	-	-	-	-	-	-	-	-	
c) Central Govt	-	-	-	-	-	-	-	-	
d) State Govt(s)	-	-	-	-	-	-	-	-	
e) Venture Capital Funds	-	-	-	-	-	-	-	-	
f) Insurance Companies	-	-	-	-	-	-	-	-	
g) FIs	-	-	-	-	-	-	-	-	
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	
i) Others (specify)	-	-	-	-	-	-	-	-	
Sub-total (B)(1):-	-	-	-	-	-	-	-	-	

***Beneficial Interest held by M/s. Star Agriwarehousing and Collateral Management Limited**

Category of Shareholders	No. of Shares held at the beginning of the year[As on 01-April-2018]				No. of Shares held at the end of the year[As on 31-March-2019]				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
2. Non-Institutions									
a) Bodies Corp.	-	-	-	-	-	-	-	-	
i) Indian	-	-	-	-	-	-	-	-	
ii) Overseas	-	-	-	-	-	-	-	-	
b) Individuals									
i) Individual shareholders holding nominal share capital upto ₹ 1 lakh	-	-	-	-	-	-	-	-	
ii) Individual shareholders holding nominal share capital in excess of ₹ 1 lakh	-	-	-	-	-	-	-	-	
c) Others (specify)	-	-	-	-	-	-	-	-	
Non Resident Indians	-	-	-	-	-	-	-	-	
Overseas Corporate Bodies	-	-	-	-	-	-	-	-	
Foreign Nationals	-	-	-	-	-	-	-	-	
Clearing Members	-	-	-	-	-	-	-	-	
Trusts	-	-	-	-	-	-	-	-	
Foreign Bodies - D R	-	-	-	-	-	-	-	-	
Sub-total (B)(2):-	-	-	-	-	-	-	-	-	
Total Public Shareholding (B)=(B)(1)+ (B)(2)	-	-	-	-	-	-	-	-	
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	
Grand Total (A+B+C)	149999940	60	150000000	100%	149999940	60	150000000	100%	

ii) Shareholding of Promoters

SN	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% 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	Star Agriwarehousing And Collateral Management Limited	150000000	100%	-	150000000	100%*	-	NIL

* For the purposes of Compliance with the provisions of Companies Act, 2013, the 6 Individuals have held 10 shares each Jointly with M/s Star Agriwarehousing And Collateral Management Limited

iii) Change in Promoters' Shareholding (please specify, if there is no change)

There is no change in promoter shareholding between 01.04.2018 to 31.03.2019.

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

StarAgri Finance Limited is a wholly owned subsidiary of Star Agriwarehousing and Collateral Management Limited.

v) Shareholding of Directors and Key Managerial Personnel:

StarAgri Finance Limited is a wholly owned subsidiary of Star Agriwarehousing and Collateral Management Limited.

V. INDEBTEDNESS

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

(Amount in ₹)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	3,13,97,12,382	-	-	3,13,97,12,382
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	17,43,600	-	-	-
Total (i+ii+iii)	3,14,14,55,982	-	-	-

Change in Indebtedness during the financial year				
* Addition	45,00,00,000	-	-	45,00,00,000
* Reduction	1,42,57,83,809	-	-	1,42,57,83,809
Net Change	-97,57,83,809	-	-	-97,57,83,809
Indebtedness at the end of the financial year				
i) Principal Amount	2,16,39,28,573	-	-	2,16,39,28,573
ii) Interest due but not paid	-	-	-	
iii) Interest accrued but not due	39,38,502	-	-	39,38,502
Total (i+ii+iii)	2,16,78,67,075	-	-	2,16,78,67,075

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 Managing Director/Whole Time Director/Manager		Total Amount
		Sureshchandra Goyal	Amit Goyal	
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	₹ 26,44,992 nil nil	₹ 26,44,992 nil nil	₹ 52,89,984 nil nil
2	Stock Option	Nil	Nil	Nil
3	Sweat Equity	Nil	Nil	Nil
4	Commission - as % of profit - others, specify...	Nil	Nil	Nil
5	Others, please specify	Nil	Nil	Nil
	Total (A)	₹ 26,44,992	₹ 26,44,992	₹ 52,89,984
	Ceiling as per the Act	₹ 1,68,59,314/- p.a. (Maximum limit for executive director 10% of net profit u/s 198 of the Act.)		

B. Remuneration to other directors:

Sl. no.	Particulars of Remuneration	Name of Directors		Total Amount
		Mangala Prabhu	G. Chandrashekhar	
1	Independent Directors			
	• Fee for attending board / committee meetings	₹ 3,00,000/-	₹ 3,10,000/-	₹ 6,10,000/-
	• Commission	₹ 5,00,000/-	₹ 9,00,000/-	₹ 14,00,000/-
	• Others, please specify	-	-	-
	Total (1)	₹ 8,00,000/-	₹ 12,10,000/-	₹ 20,10,000/-
2	Other Non-Executive Directors			
	• Fee for attending board / committee meetings	Nil	Nil	Nil
	• Commission	Nil	Nil	Nil
	• Others, please specify	Nil	Nil	Nil
	Total (2)	Nil	Nil	Nil
	Total (B)=(1+2)	₹ 8,00,000/-	₹ 12,10,000/-	₹ 20,10,000/-
	Total Managerial Remuneration	Overall Managerial Remuneration is 11% of net profit u/s 198 of the Act, which is ₹ 1,85,45,245/-.		
	Overall Ceiling as per the Act	₹ 1 lakh per meeting for attending meetings of the Board or Committee thereof. Maximum limit for Non-executive director 1% (Commission) of net profit u/s 198 of the Act.		

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

Sl. no.	Particulars of Remuneration	Key Managerial Personnel (Amount in ₹.)				Total Amount
		Gurinder Singh Sehbey, Chief Executive Officer	*Sankari Muthuraj, Company Secretary	**Fredrick Pinto, Company Secretary	***Vipin Maheshwari, Chief Financial Officer	
1	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	1,59,69,217/-	3,28,900/-	10,21,645/-	5,68,568/-	1,78,88,330/-

	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	16,24,000/-			29,195/-	16,53,195/-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-	-
2	Stock Option	-	-	-	-	-
3	Sweat Equity	-	-	-	-	-
4	Commission - as % of profit - others	-	-	-	-	-
5	Others, please specify	-	-	-	-	-
	Total	1,75,93,217/-	3,28,900/-	10,21,645/-	5,97,763/-	1,95,41,525/-

* Ms. Sankari Muthuraj was designated as Company Secretary for the period from June 12, 2018 to October 31, 2018 and as such her remuneration provided as above is for the period from June 12, 2018 to October 31, 2018.

* Mr. Fredrick Pinto was appointed as Company Secretary with effect from October 31, 2018 and as such his remuneration provided as above is for the period from October 31, 2018 to March 31, 2019.

**Mr. Vipin Maheshwari was appointed as Chief Financial Officer with effect from March 15, 2019 and as such his remuneration provided as above is for the period from March 15, 2019 to March 31, 2019.

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES (UNDER THE COMPANIES ACT, 2013):

There were no penalties, punishment or compounding of offences during the year ended March 31, 2019.