

**ANNEXURE III****FORM NO. MGT-9****EXTRACT OF ANNUAL RETURN**as on 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 &amp; Administration) Rules, 2014.

**I. REGISTRATION & OTHER DETAILS:**

i	CIN	U65993DL1988GOI030284
ii	Registration Date	12/01/1988
iii	Name of the Company	IFCI Venture Capital Funds Limited
iv	Category/Sub-category of the Company	Company limited by shares/ Union Government Company
v	Address of the Registered office & contact details	IFCI Tower, 61, Nehru Place, New Delhi – 110019, Tel No. 26453346
vi	Whether listed company	Yes (Only Debentures are Listed)
vii	Name, Address & contact details of Registrar & Transfer Agent, if any.	MCS Share Transfer Agent Limited, F-65, 1st floor, Okhla Industrial Area, Phase I, New Delhi-110020, Tel No. (011) 5140 6149

**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:

Sl. No	Name & Description of main product/services	NIC code of the product/services	% of total turnover of the company
1.	Lending Operations	649	45%
3.	Other Incomes	649	46%

**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	IFCI Limited IFCI Tower, 61, Nehru Place, New Delhi - 110019	L74899DL1993GOI053677	Holding	98.60	2(46)

**IV. SHAREHOLDING PATTERN (Equity Share capital Break up as percentage to total Equity)**

## a) CATEGORY-WISE SHARE HOLDING

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoters</b>									
<b>(1) Indian</b>									
a) Individual/HUF	-	4	4	0.00	-	4	4	0.00	-
b) Central Govt.									
c) State Govt.									
d) Bodies Corporate									
e) Bank/FI	-	5,95,21,004	5,95,21,004	98.60	-	5,95,21,004	5,95,21,004	98.60	-
f) Any other.									

<b>SUB TOTAL:(A) (1)</b>	-	5,95,21,008	5,95,21,008	98.60	-	5,95,21,008	5,95,21,008	98.60	-
<b>(2)Foreign</b>									
a)NRIs-Individuals									
b)Other Individuals									
c)Bodies Corporate									
d)Banks/FI									
e)Any other									
<b>SUB TOTAL: (A) (2)</b>	-	-	-	-	-	-	-	-	-
<b>Total Shareholding of Promoter (A)= (A)(1)+ (A)(2)</b>	-	<b>5,95,21,008</b>	<b>5,95,21,008</b>	<b>98.60</b>	-	<b>5,95,21,008</b>	<b>5,95,21,008</b>	<b>98.60</b>	-
<b>B.PUBLIC SHAREHOLDING</b>									
(1) Institutions									
a) Mutual Funds									
b) Banks/FI									
c) Central Govt.									
d) State Govt.									
e) Venture Capital Funds									
f)Insurance Companies									
g) FIIs									
h) Foreign Venture Capital Funds									
i) Other (specify)									
<b>SUB TOTAL (B) (1):</b>	-	-	-	-	-	-	-	-	-
<b>(2)Non Institutions</b>									
a) Bodies Corporate	-	8,50,000	8,50,000	1.40	-	8,50,000	8,50,000	1.40	-
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)									
<b>SUB TOTAL (B) (2):</b>	-	<b>8,50,000</b>	<b>8,50,000</b>	<b>1.40</b>	-	<b>8,50,000</b>	<b>8,50,000</b>	<b>1.40</b>	-

<b>Total Public Shareholding (B)=(B)(1)+(B)(2)</b>	-	<b>8,50,000</b>	<b>8,50,000</b>	<b>1.40</b>	-	<b>8,50,000</b>	<b>8,50,000</b>	<b>1.40</b>	-
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>									
<b>Grand Total (A+B+C)</b>		<b>6,03,71,008</b>	<b>6,03,71,008</b>	<b>100.00</b>	-	<b>6,03,71,008</b>	<b>6,03,71,008</b>	<b>100.00</b>	

## (ii) SHAREHOLDING OF PROMOTERS

Sl. No.	Shareholders Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% Change on Shareholding during the year
		No. of Shares	% of total shares of the company	% of pledged/encumbered to total shares	No. of Shares	% of total shares of the company	% of pledged/encumbered to total shares	
1	IFCI Limited	5,95,21,008	98.60%	-	5,95,21,008	98.60%	-	-
<b>Total</b>		<b>5,95,21,008</b>	<b>98.60%</b>	<b>-</b>	<b>5,95,21,008</b>	<b>98.60%</b>	<b>-</b>	<b>-</b>

## (iii) CHANGE IN PROMOTER'S SHAREHOLDING

Sl. No.		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.	At the beginning of the year	No Change		No change	
2.	Date wise Increase/Decrease In Promoters Share Holding during the year specifying the reasons for increase / decrease (e.g. allotment/ Transfer/bonus/sweat equity etc)	No Change		No change	
3.	At the end of the year	No Change		No change	

## (iv) SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDER (OTHER THAN DIRECTORS, PROMOTERS &amp; HOLDER OF GDRS &amp; ADRS)

Sl. No.	Name of Shareholders	Shareholding at the beginning of the year as on 01.04.2018		Change in shareholding during the year		Shareholding at the end of the year as on 31.3.2019	
		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.	Tata Global Beverages Ltd.	2,50,000	0.41	Nil	Nil	2,50,000	0.41
2.	Tata Chemicals Ltd.	2,50,000	0.41	Nil	Nil	2,50,000	0.41
3.	IL&FS Financial Services Ltd.	2,50,000	0.41	Nil	Nil	2,50,000	0.41
4.	Tata Steel Ltd.	1,00,000	0.17	Nil	Nil	1,00,000	0.17

## (v) SHAREHOLDING OF DIRECTORS &amp; KEY MANAGERIAL PERSONNEL:

Sl. No.	For Each of the Directors & KMP*	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

					<b>company</b>
1.	At the beginning of the year	0	0.00	0	0.00
2.	Date wise Increase/Decrease in Shareholding during the year specifying the reasons for Increase/Decrease (e.g. allotment/transfer/bonus/sweat equity etc)	0	0.00	0	0.00
3.	At the end of the year	NIL	NIL	NIL	NIL

**V. INDEBTEDNESS**
**Indebtedness of the Company including interest outstanding/accrued but not due for payment (Rs.)(in lakhs)**

	<b>Secured Loans/Bonds excluding deposits</b>	<b>Unsecured Loans/Bonds</b>	<b>Deposits</b>	<b>Total Indebtedness</b>
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount	27,769	2,106	-	29,875
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	263	20	-	283
<b>Total (i+ii+iii)</b>	<b>28,031</b>	<b>2,126</b>	<b>-</b>	<b>30,158</b>
<b>Change in Indebtedness during the financial year</b>				
•Additions	0	0	-	0
•Reduction	14,795	0	-	-14,795
<b>Net Change</b>	<b>14,795</b>	<b>0</b>	<b>-</b>	<b>14,795</b>
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	13,017	2,106	-	15,123
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	220	20	-	240
<b>Total (i+ii+iii)</b>	<b>13,237</b>	<b>2,126</b>	<b>-</b>	<b>15,363</b>

**VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**
**A. Remuneration to Managing Director, Whole time director and/or Manager:**

(in lakhs)

<b>Sl. No.</b>	<b>Particulars of Remuneration</b>	<b>Mr. Alok Sabharwal, Managing Director (Apr. 2018 – Sep 2018)</b>	<b>Mr. Shakti Kumar, Managing Director (Oct. 2018 – March 2019)</b>	<b>Total Amount</b>
1	<b>Gross salary</b>			
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.	20.03#	26.19*	46.22
	(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			
2.	Stock option			
3.	Sweat Equity			
4.	Commission-as % of profit -others (specify)			

5.	Others, please specify			
	<b>Total (A)</b>	<b>20.03</b>	<b>26.19</b>	<b>46.22</b>

# Mr. Alok Sabharwal ceased to act as Director w.e.f. September 26, 2018.

\* Mr. Shakti Kumar was appointed as Managing Director w.e.f. October 1, 2018.

B. Remuneration to other director:-

(in Rs.)

SI. No.	Name of the Directors	Fee for attending Board/ Committee meetings	Conveyance Charges	Total
1.	Mr. Lalit K. Patangia	1,64,500	-	1,64,500
2.	Mr. J. Venkateswarlu	1,90,000	-	1,90,000
3.	Mr. Subhash C. Kalia	1,26,500	-	1,26,500
4.	Ms. Anjali Kaushik	62,500	6,000	68,500
5.	Mr. Ravindra Nath	25,000	2000	27,000

\* No Commission was paid during the year.

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

(in Rs.)

SI. No.	Particulars of Remuneration	Key Managerial Personnel		
		Company Secretary	CFO	Total
1	<b>Gross Salary</b>			
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.	11.97	31.97	43.94
	(b) Value of perquisites u/s 17(2) Income Tax Act, 1961			
	(b) Value of perquisites u/s 17(3) Income Tax Act, 1961			
	(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, specify			
5	Others, please specify			
	<b>Total</b>	<b>11.97</b>	<b>31.97</b>	<b>43.94</b>

## 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)
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### A.COMPANY

Penalty			None		
Punishment			None		
Compounding			None		

### B.DIRECTORS

Penalty			None		
Punishment					
Compounding					

### C.OFFICERS IN DEFAULT

Penalty			None		
Punishment					
Compounding					