

# CLEARCOP DEALING SYSTEMS (INDIA) LTD.

## Form No. MGT-9

### EXTRACT OF ANNUAL RETURN

as on the financial year ended on 31.03.2020

[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:

CIN	U74999MH2003PLC140849
Registration Date	11.06.2003
Name of the Company	Clearcorp Dealing Systems (India) Limited
Category	Public Company Company limited by shares
Sub-Category of the Company	Indian Non- Govt. Company
Address of the Registered office and contact details	CCIL Bhavan, S.K. Bole Road, Dadar (West), Mumbai 400028 Tel: 022 61546200/24396200 Fax: 2432 6042 Website: www.ccilindia.com
Whether listed company	Yes/No
Name, Address and Contact details of Registrar and Transfer Agent	NA

#### 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.	Facilitating trading and related activities	66110	100

#### III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name and address of the company	CIN/GLN	Holding/ subsidiary / associate	% of shares held	Applicable section
1	The Clearing Corporation of India Limited (CCIL)  Add: CCIL Bhavan, S. K. Bole Road, Dadar (West), Mumbai - 400 028.	U65990MH2001PLC131804	Holding Company	100%	2(46)

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**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				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	-	-	-	-	-	-	-	-	-
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	-	1,00,00,000	1,00,00,000	100	-	1,00,00,000	1,00,00,000	100	Nil
e) Banks/FI	-	-	-	-	-	-	-	-	-
f) Any Other....	-	-	-	-	-	-	-	-	-
<b>Sub-total(A)(1)</b>	-	1,00,00,000	1,00,00,000	100	-	1,00,00,000	1,00,00,000	100	Nil
<b>(2) Foreign</b>									
a) NRIs – Individuals	-	-	-	-	-	-	-	-	-
b) Other – Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks / FI	-	-	-	-	-	-	-	-	-
e) Any Other....	-	-	-	-	-	-	-	-	-
<b>Sub-total(A)(2)</b>	-	-	-	-	-	-	-	-	-
<b>Total shareholding of Promoter (A) = (A)(1)+ (A)( 2)</b>	-	1,00,00,000	1,00,00,000	100	-	1,00,00,000	1,00,00,000	100	Nil
<b>A. Public Shareholding</b>									
<b>1. Institutions</b>									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State	-	-	-	-	-	-	-	-	-

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Govt(s)									
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital funds	-	-	-	-	-	-	-	-	-
Others (specify)	-	-	-	-	-	-	-	-	-
<b>Sub-total (B)(1)</b>	-	-	-	-	-	-	-	-	-
<b>2. Non Institutions</b>									
a) Bodies Corp. (i) Indian (ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	-	-	-	-	-	-	-	-	-
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	-	-	-	-	-	-	-	-	-
c) Others (specify)	-	-	-	-	-	-	-	-	-
<b>Sub-total (B)(2)</b>	-	-	-	-	-	-	-	-	-
<b>Total Public Shareholding (B)=(B)(1)+(B)(2)</b>	-	-	-	-	-	-	-	-	-
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	-	-	-	-	-	-	-	-	-
<b>Grand Total (A+B+C)</b>	-	<b>1,00,00,000</b>	<b>1,00,00,000</b>	<b>100</b>	-	<b>1,00,00,000</b>	<b>1,00,00,000</b>	<b>100</b>	<b>Nil</b>

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\* 2 equity shares of Rs. 10 each are held jointly by CCIL with each of the six nominees of CCIL.

**(ii) Shareholding of Promoters**

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year			Share holding 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.	The Clearing Corporation of India Limited	1,00,00,000	100	-	1,00,00,000	100	-	Nil

**(iii) Change in Promoters' Shareholding - No change**

Sr. No.	Particulars	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				
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):				
3	At the End of the year				

**(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs)- Not Applicable**

Sr. No.	For Each of the Top	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No.	% of total	No. of	% of total

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	<b>10 Shareholders</b>	of shares	shares of the company	shares	shares of the company
1.	At the beginning of the year				
2.	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment/ transfer / bonus/ sweat equity etc):				
3.	At the End of the year (or on the date of separation, if separated during the year)				

**(v) Shareholding of Directors and Key Managerial Personnel- Not Applicable**

<b>For Each of the Directors and KMP</b>	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
At the beginning of the year				
Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):				
At the End of the year				

**V. INDEBTEDNESS**

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

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness (Rs in lakhs)
Indebtedness at the beginning of the financial year	-	-	-	Nil
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-

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iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	-	-	-	Nil
Change in Indebtedness during the financial year	-	-	-	Nil
Addition	-	-	-	-
Reduction	-	-	-	-
Net Change	-	-	-	-
Indebtedness at the end of the financial year	-	-	-	Nil
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	-	-	-	Nil

**VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

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

*Amount- Rs. in Lakhs*

Sr. No.	Particulars of Remuneration	Name of MD/WTD/ Manager	Total Amount (in Rs.)
		MD	
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	-	-
2.	Stock Option	-	-
3.	Sweat Equity	-	-
4.	Commission - as % of profit – - others, specify...	-	-
5.	Others, please specify	-	-
6.	Total (A)	Nil	Nil
7.	Ceiling as per the Act	Rs. 79.46	Rs. 79.46 In terms of Section 197 & Schedule V, the remuneration payable to the

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			Managing Director shall not exceed five per cent of the net profits of the company.
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\*The Managing Director also acts as the Managing Director of the Holding Company and is being remunerated only by the Holding Company –CCIL in terms of the remuneration policy of the Holding Company.

**B. Remuneration to other directors**

Sr. No.	Particulars of Remuneration	Name of Directors	Total Amount (Rs.in Lakhs)
1.	Independent Directors • Fee for attending Board and Committee Meetings  • Commission • Others, please specify	1. Mr. Ananth Narayan	3.50
		2. Mr. Narayan Seshadri	2.50
	Total (1)		6.00
2.	Other Non-Executive Directors • Fee for attending Board / Committee Meetings  • Commission • Others, please specify	1. Mr. N. S. Venkatesh	3.00
		2. Mr. Rama Subramaniam Gandhi	1.50
	Total (2)		4.50
	Total (B)=(1+2)		10.50
	Total Managerial Remuneration		10.50
	Overall Ceiling as per the Act	-	Rs. 174.81  (11% of Net Profits of the Company)

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	For Part A		Rs. 79.46
			In terms of Section 197 & Schedule V, the remuneration payable to the Managing Director shall not exceed five per cent of the net profits of the company.
	For Part B		Rs.1 lakh for each Director for attending each meeting of the Board and Committees of the Board (Section 197(5) and rules made thereunder)

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

*Amount- Rs. in Lakhs*

Sr No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary*	CFO *	Total
1	Gross salary (a) Salary as per provisions contained in section 17(1) of the	-	Nil	Nil	Nil



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	Income-tax Act, 1961				
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	Nil	Nil	Nil
	(c) Profits in lieu of salary under section 17(3) Income tax Act, 1961	-	Nil	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 (Employer`s contribution to PF and other Funds)	-	Nil	Nil	Nil
	<b>Total</b>	<b>-</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>

\*The Company Secretary and the CFO also act as the Company Secretary and the CFO of the Holding Company and are being remunerated only by the Holding Company – CCIL in terms of its remuneration policy.

**VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES: Nil**

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					
Compounding					
B. Directors					

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Penalty					
Punishment					
Compounding					
C. Other Officers in default					
Penalty					
Punishment					
Compounding					

**For and on behalf of the Board of Directors**

**Sd/-**

**R. Gandhi  
Chairman  
(DIN-03341633)**

**Place: Mumbai  
Date: May 21, 2020**