

ANNEXURE - II

**FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN**

As of financial year ended 31.03.2018

Pursuant to Section 92(3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.

I.REGISTRATION & OTHER DETAILS:

1.	CIN	U74990MH2009PTC195574
2.	Registration Date	8 th SEPTEMBER, 2009
3.	Name of the Company	ROTOSTAT SERVICES PRIVATE LIMITED
4.	Category/Sub-category of the Company	Company Limited by Shares/ Indian Non-Government Company
5.	Address of the Registered office & contact details.	505, The Summit Business Bay Andheri Kurla Road, Near Cinemax Cinema, Andheri (East), Mumbai 400093 Contact No: 022- 26040647
6.	Whether listed company	No
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	N.A

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)

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Repair & Installation of Machinery & Equipment	C12	100%

III.PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S N	Name and address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of share held	Applicable Section
1	Experis IT Private Limited J 3 Block GPSEC V Salt Lake Kolkata WB 700091 IN	U72900WB1997PTC08532	Holding	51%	2(46) of the Companies Act, 2013

IV.SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year [As on 31-March-2017]				No. of Shares held at the end of the year [As on 31-March-2018]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian	-	-	-						
Individual									
a)Juhi Mukherjee	-	18,36,000	18,36,000	50.89	11,95,466	--	11,95,466	32.96	17.93
b)Probal Mukherjee	-	11,90,192	11,90,192	32.99	5,82,000	--	5,82,000	16.04	16.95
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	-	-	-	-	-	-	-	-	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
Total shareholding of Promoter (A)	-	30,26,192	30,26,192	83.88	17,77,466	--	17,77,466	49.00	34.88
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):-	--	--	--	--	--		--	--	--
	-	-	-	-	-	-	-	-	-
2. Non-Institutions									
a) Bodies Corp.	-	-	-	-	-	-	-	-	-
i) Indian	-	-	-	-	18,50,017	-	18,50,017	51.00	51.00
ii) Overseas	-								
b) Individuals	-	-	-	-	-	-	-	-	-
i) Individual shareholders holding nominal share capital up to Rs. 1 lakh	-	-	-	-	-	-	-	-	-
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	-	485253	485253	13.46		--	--	--	13.46
c) Others (specify)	-	-	-	-	-	-	-	-	-
Non Resident Indians	-	-	-	-	-	--	-	-	-
Foreign Individual	-	32424	32424	0.90	--	-	-	-	0.90
Overseas Corporate Bodies	-	63,516	63,516	1.76	-	-	-	-	1.76
Foreign Nationals	-	-	-	-	-	-	-	-	-
Clearing Members	-	-	-	-	-	-	-	-	-

Trusts	-	-	-	-	-	-	-	-	-
Foreign Bodies - D R	-	-	-	-	-	-	-	-	-
Sub-total (B)(2):-	-	581193	581193	16.12	18,50,017	-	18,50,017	51.00	51.00
Total Public Shareholding (B)=(B)(1)+ (B)(2)	-	-	-	-	-	-	-	-	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	-	36,07,385	36,07,385	100	36,27,483	-	36,27,483	100	100

B) Shareholding of Promoter-

S N	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding 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	Mr. Probal Mukherjee	11,90,190	32.99	-	5,82,000	16.04	-	16.95
2	Mrs. Juhi Mukherjee	18,36,000	50.89	-	11,95,466	32.96	-	17.93

C) Change in Promoters' Shareholding (please specify, if there is change)

Sr. No.	Name	Shareholding at the beginning of the year		Date	Increase/ Decrease in shareholding	Reason	Cumulative Shareholding during the year	
		Number of shares	% of total shares of the Company				Number of shares	% of total shares of the Company
1	Probal Mukherjee	1190192	32.99	01.04.2017	-	-	-	-
				17.10.2017	505351	Purchase	1695543	0.00
				18.10.2017	(704132)	Sell	991411	0.00
				18.10.2017	(505351)	Sell	486060	0.00
				11.11.2017	95940	Purchase	582000	0.00
				31.03.2018			582000	

2	Juhi Mukherjee	1836000	50.89	01.04.2017	-	-	-	-
				18.10.2017	(640534)	Sell	1195466	0.00
				31.03.2018			1195466	

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

Sr. No.	Name	Shareholding at the beginning of the year		Date	Increase/ Decrease in shareholding	Reason	Cumulative Shareholding during the year	
		Number of shares	% of total shares of the Company				Number of shares	% of total shares of the Company
1	Experis IT Private Limited	-	-	01.04.2017				
				18.10.2017	1850017	Purchase	1850017	
				31.03.2018			1850017	
2	Rajiv Dayal	235618	6.54	01.04.2017				-
				20.05.2017	20098	Purchase	255716	
				17.10.2017	(255716)	Sell	0	
				31.03.2018			0	
3	Dezai LLC	63516	1.75	01.04.2017				
				11.11.2017	(63516)	Sell	0	
				31.03.2018			0	
4	Arindam Guha	33201	0.91	01.04.2017				
				17.10.2017	(33201)	Sell	0	
				31.03.2018			0	
5	Suvashis Mukherjee	32424	0.9	01.04.2017				
				11.11.2017	(32424)	Sell	0	
				31.03.2018			0	
6	Rominder Kaur	30600	0.84	01.04.2017				
				17.10.2017	(30600)	Sell	0	
				31.03.2018			0	
7	Yogesh Bhura	30600	0.84	01.04.2017				
				17.10.2017	(30600)	Sell	0	

				31.03.2018			0	
8	Rohit Jhamb	15096	0.42	01.04.2017				
				17.10.2017	(15096)	Sell	0	
				31.03.2018			0	
9	Abhijit Ghosh	6666	0.18	01.04.2017				
				17.10.2017	(6666)	Sell	0	
				31.03.2018			0	
10	Sridhar Narayan	6120	0.20	01.04.2017				
				17.10.2017	(6120)	Sell	0	
				31.03.2018			0	

E) Shareholding of Directors and Key Managerial Personnel:

Sr. No.	Name	Shareholding at the beginning of the year		Date	Increase/ Decrease in shareholding	Reason	Cumulative Shareholding during the year	
		Number of shares	% of total shares of the Company				Number of shares	% of total shares of the Company
1	Probal Mukherjee	1190192	32.99	01.04.2017				
				17.10.2017	505351	Purchase	1695543	0.00
				18.10.2017	(704132)	Sell	991411	0.00
				18.10.2017	(505351)	Sell	486060	0.00
				11.11.2017	95940	Purchase	582000	0.00
				31.03.2018			582000	
2	Juhi Mukherjee	1836000	50.89	01.04.2017				
				18.10.2017	(640534)	Sell	1195466	0.00
				31.03.2018			1195466	
3	Prosenjit Purkayastha	123333		01.04.2017				
				17.10.2017	(123333)	Sell	0	0.00
				31.03.2018			0	

F) INDEBTEDNESS –

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
In indebtedness at the beginning of the financial year	10,22,21,864	99,21,869	2,19,00,000	13,40,43,733
i) Principal Amount				
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total(i+ii+iii)	10,22,21,864	99,21,869	2,19,00,000	13,40,43,733
Change in Indebtedness during the financial year				
- Addition	3,12,60,186	-	-	59,06,297
- Reduction	-	(34,53,889)	(2,19,00,000)	-
Net Change	3,12,60,186	34,53,889	2,19,00,000	59,06,297
Indebtedness at the end of the financial year	13,34,82,050	64,67,980	-	13,99,50,030
i) Principal Amount				
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)	13,34,82,050	64,67,980	-	13,99,50,030

XI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

SN.	Particulars of Remuneration	Name of Directors			Total Amount(Rs)
		Probal Mukherjee	Juhi Mukherjee	Hatim Rampurawala	
1	Gross salary	1,20,00,000	12,00,000	9,10,800	1,41,10,800
	(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	-		-	-
	Total (A)	1,20,00,000	12,00,000	9,10,800	1,41,10,800
	Ceiling as per the Act				

B. Remuneration to other directors: N/A

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

Sr. No.	Name	Designation	Amount
1.	Mr. Sanjay Kamalkishore Pandit	Additional Director	--
2	Mr. Gajanana Ainapurapu Rao	Additional Director	--
3	Mr. Avneesh Makkar	Additional Director	--

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

Penalty	None
Punishment	
Compounding	