

# EMPEE SUGARS AND CHEMICALS LIMITED

## Form No. MGT-9

Extract of Annual Return as on the financial year ended on 31<sup>st</sup> March 2018.

[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:

1.	CIN	L24110AP1988PLC009291
2.	Registration Date	24.11.1988
3.	Name of the Company	EMPEE SUGARS AND CHEMICALS LIMITED
4.	Category /Sub-Category of the Company	Public Company limited by shares
5.	Address of the Registered office and contact details	Ayyapareddipalem Village, Naidupet Mandal Nellore District, Andhra Pradesh – 524 126. Phone : 044-28531111; Email : <a href="mailto:cs@empeegroup.co.in">cs@empeegroup.co.in</a>
6.	Whether listed Company	Yes
7.	Name, Address and Contact details of Registrar and Transfer Agent, if any	M/s.Cameo Corporate Services Limited No.1, Subramaniam Building Club House Road, Chennai – 600 002 Telephone: 044-28460390 Email id: <a href="mailto:investor@cameoindia.com">investor@cameoindia.com</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:

Sr. No.	Name and Description of Main Product/Services	NIC Code of the Product	% to total turnover of the company
1.	SUGAR	170199.02	88
2.	IAP	29.05	12
3.	POWER	-	-

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

Sr. No.	Name and Address of the company	CIN/GIN	Holding/Subsidiary of the company	% of shares held	Applicable section
1	Empee Power Company (India) Ltd	U40101TN1996PLC 035285	Subsidiary	100%	2(87)
2	Appollo Wind Energy Pvt Ltd	U40108TN2004PTC 054943	Subsidiary	100%	2(87)

#### 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	1619241	-	1619241	3.86	1619241	-	1619241	3.86	-
b. Central Govt.	-	-	-	-	-	-	-	-	-
c. State Govt.	-	-	-	-	-	-	-	-	-
d. Bodies Corp.	27469523		27469523	65.44	27187953	-	27187953	64.78	-0.66
e. Bank/FI	-	-	-	-	-	-	-	-	-
f. Any other Directors & Relatives	-	-	-	-	-	-	-	-	-
<b>Sub-Total A(1)</b>	<b>29088764</b>	<b>-</b>	<b>29088764</b>	<b>69.30</b>	<b>28807194</b>	<b>-</b>	<b>28807194</b>	<b>68.64</b>	<b>-0.66</b>
<b>2. Foreign</b>									
a. NRI-Individuals	-	-	-	-	-	-	-	-	-
b. Other Individuals	-	-	-	-	-	-	-	-	-
c. Body Corporate	-	-	-	-	-	-	-	-	-
d. Bank/FI	-	-	-	-	-	-	-	-	-
e. Any Others	-	-	-	-	-	-	-	-	-
<b>Sub Total – A(2)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Total Share holder of Promoters (1+2)</b>	<b>29088764</b>	<b>-</b>	<b>29088764</b>	<b>69.30</b>	<b>28807194</b>	<b>-</b>	<b>28807194</b>	<b>68.64</b>	<b>-0.66</b>
<b>B.Public – shareholdings</b>									
<b>1. Institution</b>									
a. Mutual Funds	-	-	-	-	-	-	-	-	-
b. Bank/FI	-	-	-	-	-	-	-	-	-
c. Cent. Govt.	-	-	-	-	-	-	-	-	-
d. State Govt.	-	-	-	-	-	-	-	-	-
e. Venture Capital	-	-	-	-	-	-	-	-	-
f. Insurance Co.	-	-	-	-	-	-	-	-	-
g. FIs	-	-	-	-	-	-	-	-	-
h. Foreign Ven. Capital Fund	-	-	-	-	-	-	-	-	-
i. Others	-	-	-	-	-	-	-	-	-
<b>Sub-Total-B(1)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>2. Non-Institution</b>									
a. Body Corp.	951707	-	951707	2.27	811918	-	811918	1.93	-0.34
b. Individual :									
i. Individual shareholders holding nominal share capital upto Rs.2 lakh	4834378	2396505	7230883	17.23	4708473	2369505	7077978	16.86	-0.37
ii. Individual shareholders holding nominal share capital in excess of Rs.2 lakh.	4258673	26700	4285373	10.21	4670796	26700	4697496	11.19	0.98

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>C. Others</b>									
(i) NRI (Rep)	77457	-	77457	0.18	106589	-	106589	0.25	0.07
(ii) NRI (Non-Rep)	5392	-	5392	0.01	6643	-	6643	0.02	0.01
(iii) Foreign National	-	-	-	-	-	-	-	-	-
(iv) HUF	288544	-	288544	0.69	372437	-	372437	0.89	0.2
(v) Trust	100	-	100	-	200	-	200	-	-
(vi) Clearing Members	44680	-	44680	0.11	92445	-	92445	0.22	0.11
<b>Sub-Total-B(2)</b>	<b>10460931</b>	<b>2423205</b>	<b>12884136</b>	<b>30.70</b>	<b>10769501</b>	<b>2396205</b>	<b>13165706</b>	<b>31.36</b>	<b>0.66</b>
<b>Net Total B (1+2)</b>	<b>10460931</b>	<b>2423205</b>	<b>12884136</b>	<b>30.70</b>	<b>10769501</b>	<b>2396205</b>	<b>13165706</b>	<b>31.36</b>	<b>0.66</b>
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>									
Promoter and Promoter Group	-	-	-	-	-	-	-	-	-
Public	-	-	-	-	-	-	-	-	-
<b>Grand Total (A+B+C)</b>	<b>39549695</b>	<b>2423205</b>	<b>41972900</b>	<b>100</b>	<b>39576695</b>	<b>2396205</b>	<b>41972900</b>	<b>100</b>	<b>-</b>

ii. Shareholding of Promoters:

Sr No.	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 share 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	M P Purushothaman	14,47,591	3.45	630542	14,47,591	3.45	630542	-
2	A K Aruna	58,250	0.14	-	58,250	0.14	-	-
3	Nisha Purushothaman	28,300	0.07	14433	28,300	0.07	14433	-
4	Shaji Purushothaman	28,100	0.07	-	28,100	0.07	-	-
5	Sheena Purushothaman	27,000	0.06	-	27,000	0.06	-	-
6	Sheeju Purushothaman	30,000	0.07	15300	30,000	0.07	15300	-
7	Empee Distilleries Ltd	266,22,102	63.43	20450332	263,60,532	62.8	20188762	-0.63
8	Empee Holdings Ltd	8,47,421	2.02	-	8,27,421	1.97	-	-0.05
	<b>Total</b>	<b>290,88,764</b>	<b>69.30</b>	<b>26265607</b>	<b>288,07,194</b>	<b>68.64</b>	<b>208,49,037</b>	<b>-0.68</b>

iii. Change in Promoters' Shareholding : - 2,81,570 shares

iv. Shareholding Patten of top ten shareholders.

(other than Directors, Promoters and Holders of GDRs and ADRs):

Sr. No.	Top Ten Shareholders	Shareholding at the beginning of the year – 1 <sup>st</sup> April 2017		Shareholding at the end of the year -31 <sup>st</sup> March, 2018	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	SANJU SUDHIR KOTHARI	2000000	4.76	2000000	4.76
2	SANJAY KUMAR JAIN	262265	0.62	202337	0.48
3	SHAILESH HARAN	200000	0.48	200000	0.48
4	ATIKA A SHAH	158457	0.38	158457	0.38
5	RAK JIG TEXTILE PVT LTD	142350	0.34	142350	0.34
6	ANIKET SHAH	135000	0.32	135000	0.32
	AYUSH ABHAY SHAH	132003	0.31	132003	0.31
7	TIRUMALA IRONS PVT LTD	125000	0.30	125000	0.30
8	SUNIL SUDHIR KOTHARI	124100	0.30	124100	0.30
9	T R RAJENDRAN	-	-	120308	0.29
10	GOGU VENKATA RAMANA REDDY	112560	0.27	112560	0.27

v. Shareholding of Directors and Key Managerial Personnel:

Sr. No.	For each of the Directors and KMP	Shareholding at the beginning of the year – 1 <sup>st</sup> April 2017		Shareholding at the end of the year -31 <sup>st</sup> March, 2018	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	<b>Nil</b>				

## V. INDEBTEDNESS

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

Rs. in lakhs

Particulars	Secured Loans excluding Deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year 01.04.2017				
1. Principal amount	42788.45	-	-	42788.45
2. Interest due but not paid	6445.42	-	-	6445.42
3. Interest accrued but not due	-	-	-	-
Total (1+2+3)	49,233.87	-	-	49,233.87
Change in Indebtedness during the financial year				
+Addition				
-Reduction	-341.00	-	-	-341.00
Net change	-	-	-	-
Indebtedness at the end of the financial year 31.3.2018				
1. Principal amount	42456.21	-	-	42456.21
2. Interest due but not paid	6701.27	-	-	6701.27
3. Interest accrued but not due	-	-	-	-
Total (1+2+3)	49,157.48	-	-	49,157.48

## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sr. No.	Particulars of Remuneration	Total Amount (Rs. in lacs)
	Name of MD/WTD/Manager : <b>Mr.M.P. Purushothaman *</b> Chairman & Managing Director	
1.	Gross Salary	
	a) Salary as per provisions contained in section 17(1) of the Income Tax Act.	-
	b) Value of perquisites u/s 17(2) Income Tax Act, 1961	-
	c) Profits in lieu of salary u/s 17(3) of Income Tax Act, 1961	-
2.	Stock Option	-
3.	Sweat Equity	-
4.	Commission - As % of Profit	-
	- Others, specify	-
5.	Others, please specify	
	- Provident Fund & other funds	-
	Performance Bonus	-
	<b>Total (A)</b>	NIL
	Ceiling as per the Act	-

\* He is eligible to draw a salary of Rs.5.00 lacs from 11.02.2016 Vide AGM resolution dated 28<sup>th</sup> Sept, 2016 and no payment was made to him during the financial year and the Company has applied for MCA's approval. Further he has not been paid any remuneration w.e.f. 1.11.2015 till date due to the Company's present financial position. He will be paid all the arrears of salary upon receipt of MCA's approval (w.e.f. 1.11.2015).

### B. Remuneration of other Directors:

#### I. Independent Directors:

Particulars of Remuneration	Name of Directors		Total Amount (Rs)
	Mr.R. Rangachari	Mr. Suresh Raj Madhok	
Fee for attending Board /Committee meeting	33000	33000	66000
Commission	Nil	Nil	Nil
Others	Nil	Nil	Nil
Total(1)	33000	33000	66000

#### II. Other Non-Executive Directors:

Other Non-Executive Directors	Ms.Nisha Purushothaman	Total Amount (Rs.)
Fee for attending Board /Committee meeting	19000	19000
Commission	Nil	Nil
Others	Nil	Nil
Total(2)	19000	19000
Ceiling as per Act	1% of the Net profits of the company	

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

Sr. No.	Particulars of Remuneration	Total Amount Rs.(in lakhs)
	<b>Company Secretary</b> <b>Name of the KMP : Harshabardhan B N Praharaj</b>	
1	Gross Salary	2.34*
	a) Salary as per provision contained in sec 17(1) of the IT Act.	
	b) Value of perquisites u/s 17(2) IT Act 1961	-
	c) Profits in lieu of salary u/s 17(3) of IT Act 1961.	-
2.	Stock Option	-
3.	Sweat Equity	-
VII.	Commission - As % of Profit - Others, specify	-
VIII.	Others - Contribution of Provident fund	-
	Performance Bonus	-
	<b>Total (C)</b>	<b>2.34</b>

\*Employed for the part of F.Y.2017-18

**VII. Penalties /Punishment/ Compounding of offences (Under the Companies Act) : None**

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