

# Annexure to the Directors' Report

Annexure-I

FORM NO. MGT 9

## EXTRACT OF ANNUAL RETURN

as on the Financial Year ended on 31st March, 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 & OTHER DETAILS:

i	CIN	L27101WB1995PLC071996
ii	Registration Date	7th June, 1995
iii	Name of the Company	Impex Ferro Tech Limited
iv	Category/Sub-category of the Company	Public Company (Limited by Shares having Share Capital)
v	Address of the Registered Office & contact details	35, C.R. Avenue, 4th Floor, Kolkata - 700 012. Phone No.: +91-33-2211 0225/0226
vi	Whether listed company	Yes (BSE Limited & National Stock Exchange of India Limited)
vii	Name , Address & contact details of the Registrar & Transfer Agent, if any.	M/s. Maheshwari Datamatics Pvt. Ltd. 23, R N Mukherjee Road, 5 <sup>th</sup> Floor, Kolkata - 700 001 Phone : 91-33-22435029/22482248

### II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

Sl. No.	Name & Description of main products/services	NIC Code of the Product /service	% to total turnover of the Company
1	Ferro Alloys	24104	100%

### III PARTICULARS OF HOLDING, SUBSIDIARY & ASSOCIATE COMPANIES

Sl. No.	Name & Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of Shares Held	Applicable Section
		NIL			

# Annexure to the Directors' Report

## IV. SHAREHOLDING PATTERN (EQUITY SHARE CAPITAL BREAKUP AS PERCENTAGE OF TOTAL EQUITY)

### i) CATEGORY-WISE SHAREHOLDING

Category of Shareholders	No of Shares held at the beginning of the year [As on 1st April, 2019]				No of Shares held at the end of the year [As on 31st March, 2020]				% 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	8,51,800	-	8,51,800	0.97	8,51,800	-	8,51,800	0.97	-
b) Central Government	-	-	-	-	-	-	-	-	-
c) State Government(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corporate	5,99,13,046	-	5,99,13,046	68.14	5,99,13,046	-	5,99,13,046	68.14	-
e) Financial Institutions / Banks	-	-	-	-	-	-	-	-	-
f) Any Other	-	-	-	-	-	-	-	-	-
<b>Sub-total (A)(1)</b>	<b>6,07,64,846</b>	<b>-</b>	<b>6,07,64,846</b>	<b>69.10</b>	<b>6,07,64,846</b>	<b>-</b>	<b>6,07,64,846</b>	<b>69.10</b>	<b>-</b>
<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>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Total shareholding of Promoter (A)=(A)(1)+(A)(2)</b>	<b>6,07,64,846</b>	<b>-</b>	<b>6,07,64,846</b>	<b>69.10</b>	<b>6,07,64,846</b>	<b>-</b>	<b>6,07,64,846</b>	<b>69.10</b>	<b>-</b>
<b>B. Public Shareholding</b>									
<b>1. Institutions</b>									
a) Mutual Fund	-	-	-	-	-	-	-	-	-
b) Financial Institutions / Banks	-	-	-	-	-	-	-	-	-
c) Central Government	-	-	-	-	-	-	-	-	-
d) State Government(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Fund	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Fund	-	-	-	-	-	-	-	-	-
i) Any Other	-	-	-	-	-	-	-	-	-
<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-Institutions</b>									
a) Bodies Corporate									
i) Indian	15,31,648	5,16,000	20,47,648	2.33	10,31,194	5,16,000	15,47,194	1.76	(0.57)
i) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual shareholders holding nominal share capital upto ` 1 lakh.	1,15,41,549	42,871	1,15,84,420	13.17	1,14,81,089	42,871	1,15,23,960	13.11	(0.07)
ii) Individual shareholders holding nominal share capital in excess of ` 1 lakh	1,23,98,858	1,98,100	1,25,96,958	14.33	1,33,92,684	1,98,100	1,35,90,784	15.46	1.13
c) Others									
1. Non Resident Indians	96,693	-	96,693	0.11	1,42,641	-	1,42,641	0.16	0.05
2. Clearing Members	8,13,482	-	8,13,482	0.93	3,61,679	-	3,61,679	0.41	(0.51)
3. Trusts	500	-	500	0.00	500	-	500	0.00	-
4. NBFCs registered with RBI	27,057	-	27,057	0.03	-	-	-	0.00	(0.03)
<b>Sub-total(B)(2)</b>	<b>2,64,09,787</b>	<b>7,56,971</b>	<b>2,71,66,758</b>	<b>30.90</b>	<b>2,64,09,787</b>	<b>7,56,971</b>	<b>2,71,66,758</b>	<b>30.90</b>	<b>-</b>
<b>Total Public Shareholding (B)=(B)(1)+(B)(2)</b>	<b>2,64,09,787</b>	<b>7,56,971</b>	<b>2,71,66,758</b>	<b>30.90</b>	<b>2,64,09,787</b>	<b>7,56,971</b>	<b>2,71,66,758</b>	<b>30.90</b>	<b>-</b>
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Grand Total (A+B+C)</b>	<b>8,71,74,633</b>	<b>7,56,971</b>	<b>8,79,31,604</b>	<b>100.00</b>	<b>8,71,74,633</b>	<b>7,56,971</b>	<b>8,79,31,604</b>	<b>100.00</b>	<b>-</b>

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## ii) SHAREHOLDING OF PROMOTERS

Sl. No.	Shareholders Name	Shareholding at the beginning of the year (as on 1st April, 2019)		Shareholding at the end of the year (as on 31st March, 2020)		% change in shareholding during the year
		No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of the Company	
<b>Directors &amp; their Relatives</b>						
1	Mr. Ankit Patni	1,75,600	0.20	1,75,600	0.20	100.00
2	Mr. Rohit Patni	1,75,000	0.20	1,75,000	0.20	100.00
3	Mr. Suresh Kumar Patni	4,66,200	0.53	4,66,200	0.53	100.00
4	Mrs. Sarita Patni	35,000	0.04	35,000	0.04	100.00
<b>Bodies Corporate</b>						
5	M/s. Invesco Finance Pvt. Ltd.	1,08,71,250	12.36	1,08,71,250	12.36	100.00
6	M/s. Vaspujya Enterprises Pvt. Ltd.	1,06,00,000	12.05	1,06,00,000	12.05	100.00
7	M/s. Shreyansh Leafin Pvt. Ltd.	39,50,000	4.49	39,50,000	4.49	100.00
8	M/s. Whitestone Suppliers Pvt. Ltd.	24,50,000	2.79	24,50,000	2.79	100.00
9	M/s. Poddar Mech Tech Services Pvt. Ltd.	1,06,33,750	12.09	1,06,33,750	12.09	100.00
10	M/s. Suanvi Trading & Investment Co. Pvt. Ltd.	1,50,73,046	17.14	1,50,73,046	17.14	100.00
11	M/s. Astabhuja Properties Pvt. Ltd.	63,35,000	7.20	63,35,000	7.20	100.00
	<b>Total</b>	<b>6,07,64,846</b>	<b>69.10</b>	<b>6,07,64,846</b>	<b>69.10</b>	<b>100.00</b>

## (iii) CHANGE IN PROMOTERS' SHAREHOLDING

Sl. No.	Shareholders Name	Shareholding at the beginning of the Year		Cumulative Shareholding during the year	
		No. of Shares held as on 1st April, 2019	% of total Shares of the Company	No. of Shares held as on 31st March, 2020	% of total Shares of the Company
	At the beginning of the year	6,07,64,846	69.10	6,07,64,846	69.10
	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			
	At the end of the year	6,07,64,846	69.10	6,07,64,846	69.10

## Annexure to the Directors' Report

(iv) SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS (OTHER THAN DIRECTORS, PROMOTERS AND HOLDERS OF GDR's & ADR's)								
Sl. No.	Name & Type of Transaction	Shareholding at the beginning of the year		Transactions during the year			Cumulative Shareholding at the End of the Year	
		No. of Shares held as on 1st April, 2019	% of total Shares of the Company	Date of transaction	No. of Shares	Reason	No. of Shares held as on 31st March, 2020	% of total Shares of the Company
1	M/S. BMA WEALTH CREATORS LTD.	5,63,633	0.64				5,63,633	0.64
	Transfer			23-Aug-2019	(3,000)	Sell	5,60,633	0.64
	Transfer			30-Aug-2019	(2,00,451)	Sell	3,60,182	0.41
	Transfer			13-Sep-2019	(25,502)	Sell	3,34,680	0.38
	<b>At the end of the Year</b>						<b>3,34,680</b>	<b>0.38</b>
2	M/S. PRASTAV COMMERCE PVT. LTD.	5,01,000	0.57				5,01,000	0.57
	<b>At the end of the Year</b>						<b>5,01,000</b>	<b>0.57</b>
3	MR. PUNEET KUMAR GIRDHAR	5,00,000	0.57				5,00,000	0.57
	<b>At the end of the Year</b>						<b>5,00,000</b>	<b>0.57</b>
4	MR. K GEORGE THOMAS	2,47,555	0.28				2,47,555	0.28
	<b>At the end of the Year</b>						<b>2,47,555</b>	<b>0.28</b>
5	MS. VIDYASHREE	2,45,043	0.28				2,45,043	0.28
	<b>At the end of the Year</b>						<b>2,45,043</b>	<b>0.28</b>
6	MR. BRAHAM PAL SINGH	2,13,493	0.24				2,13,493	0.24
	<b>At the end of the Year</b>						<b>2,13,493</b>	<b>0.24</b>
7	MR. SUYOG RAMAKANT KHUDE	2,02,356	0.23				2,02,356	0.23
	<b>At the end of the Year</b>						<b>2,02,356</b>	<b>0.23</b>
8	MR. NARESH KUMAR JAIN	1,98,100	0.23				1,98,100	0.23
	<b>At the end of the Year</b>						<b>1,98,100</b>	<b>0.23</b>
9	M/S. KAYNET FINANCE LIMITED	1,94,196	0.22				1,94,196	0.22
	<b>At the end of the Year</b>						<b>1,94,196</b>	<b>0.22</b>
10	MR. PANKAJ KUMAR	1,55,512	0.18				1,55,512	0.18
	<b>At the end of the Year</b>						<b>1,55,512</b>	<b>0.18</b>
Note:	1. Paid up Share Capital of the Company (Face Value ₹ 10.00) at the end of the year is ₹ 87,93,16,040.							
	2. The above details was as on 31st March, 2020.							
	3. The details of holding has been clubbed based on PAN.							
V. SHAREHOLDING OF DIRECTORS AND KEY MANAGERIAL PERSONNEL								
Sl. No.	Name & Type of Transaction	Shareholding at the beginning of the year		Transactions during the year			Cumulative Shareholding at the end of the year	
		No. of Shares held as on 1st April, 2019	% of total Shares of the Company	Date of transaction	No. of Shares	Reasons	No. of Shares held as on 31st March, 2020	% of total Shares of the Company
1	Mr. Suresh Kumar Patni (Managing Director)	4,66,200	0.53	-	-	-	4,66,200	0.53
2	Mr. Ankit Patni (Non-Executive Promoter Director)	1,75,600	0.20	-	-	-	1,75,600	0.20
3	Mr. Satish Kumar Singh (Executive Director)	-	-	-	-	-	-	-
4	Mr. Aritro Roi (Additional Independent Director) %	-	-	-	-	-	-	-
5	Mr. Nanda Samai (Independent Director) %	-	-	-	-	-	-	-
6	Mr. Sharat Malik (Independent Director) \$	-	-	-	-	-	-	-
7	Mr. Debasish Mukherjee (Independent Director) \$	-	-	-	-	-	-	-
8	Mrs. Sujata Agarwal (Independent Director)	-	-	-	-	-	-	-
9	Mr. Sanjeet Kumar Gupta (Chief Financial Officer)	-	-	-	-	-	-	-
10	Mrs. Richa Lath (Company Secretary)	-	-	-	-	-	-	-
Notes:	\$ Appointed w.e.f. 14th August, 2019							
	% Resigned from the Directorship w.e.f. 14th August, 2019							

<b>Annexure to the Directors' Report</b>					
<b>VI. INDEBTEDNESS</b>					
Indebtedness of the Company including interest outstanding/accrued but not due for payment					(₹ in Lacs)
Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness	
<b>Indebtness at the beginning of the financial year (i.e. as on 1st April, 2019)</b>					
i) Principal Amount	30,816.53	665.00	-	31,481.53	
ii) Interest due but not paid	16.04	-	-	16.04	
iii) Interest accrued but not due	-	-	-	-	
<b>Total (i+ii+iii)</b>	<b>30,832.57</b>	<b>665.00</b>	<b>-</b>	<b>31,497.57</b>	
<b>Change in Indebtedness during the financial year</b>					
Additions	-	-	-	-	
Reduction	251.14	30.00	-	281.14	
<b>Net Change</b>	<b>251.14</b>	<b>30.00</b>	<b>-</b>	<b>281.14</b>	
<b>Indebtness at the end of the financial year (i.e. as on 31st March, 2020)</b>					
i) Principal Amount	30,565.39	635.00	-	31,200.39	
ii) Interest due but not paid	16.04	-	-	16.04	
iii) Interest accrued but not due	-	-	-	-	
<b>Total (i+ii+iii)</b>	<b>30,581.43</b>	<b>635.00</b>	<b>-</b>	<b>31,216.43</b>	
<b>VII REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL</b>					
<b>A. Remuneration to Managing Director, Whole Time Director and/or Manager:</b>					
					(Amount in ₹)
Sl.No	Particulars of Remuneration	Managing Director	Whole Time Director	Manager	Total Amount
		Mr. Suresh Kumar Patni	Mr. Satish Kumar Singh	N.A.	
	Gross salary				
	(a) Salary as per provisions contained u/s 17(1) of the Income Tax Act, 1961.	NA	NA	-	NA
1	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary u/s 17(3) of the Income Tax Act, 1961	-	-	-	-
2	Stock option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission as % of profit	-	-	-	-
5	Others	-	-	-	-
	<b>Total (A)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
	Ceiling as per the Act	<b>₹ 1,20,00,000/- p.a.</b>			
<p><b>Note:</b> * Mr. Suresh Kumar Patni, Managing Director and Mr. Satish Kumar Singh, Whole-Time Director was not getting any remuneration from the Company in the financial year 2019-20 as the Company Network is completely eroded, hence as per the agreement does not fulfill the criteria laid down under the Clause (ii) of second proviso Section II of Part II of Schedule V of Companies Act, 2013.</p>					

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B. Remuneration to other Directors:							(Amount in ₹)
Sl.No	Particulars of Remuneration	Name of the Directors					Total Amount
	Independent Directors	Mr. Aritro Roy %	Mr. Nanda Samai %	Mrs. Sujata Agarwal	Mr. Sharat Malik \$	Mr. Debasish Mukherjee \$	
1	(a) Fee for attending Board Committee meetings	3,000.00	6,000.00	18,000.00	6,000.00	9,000.00	42,000.00
	(b) Commission	-	-	-	-	-	-
	(c) Others, please specify	-	-	-	-	-	-
	<b>Total (1)</b>	<b>3,000.00</b>		<b>18,000.00</b>	<b>6,000.00</b>	<b>9,000.00</b>	<b>42,000.00</b>
2	<b>Other Non Executive Directors</b>	<b>Mr. Ankit Patni</b>					
	(a) Fee for attending Board Committee meetings	18,000.00					18,000.00
	(b) Commission	-					-
	(c) Others, please specify.	-					-
	<b>Total (2)</b>	<b>18,000.00</b>		-	-	-	<b>18,000.00</b>
	<b>Total (B)=(1+2)</b>			-	-	-	<b>60,000.00</b>
	<b>Total Managerial Remuneration</b>	-		-	-	-	
	<b>Overall Ceiling as per the Act.</b>	<b>₹ 1,00,000/- (Per Meeting)</b>					
Note:	1. Sitting fees was excluding of TDS. Actual Payment was made after deduction of 10% TDS. 2. \$ Appointed w.e.f 14th August, 2019. 3. % Resigned w.e.f 14th August, 2019.						
C. Remuneration to Key Managerial Personnel other than - MD/MANAGER/WTD							
							(Amount in ₹)
Sl. No.	Particulars of Remuneration	Key Managerial Personnel			Total		
	Gross Salary	Company Secretary Mrs. Richa Lath		CFO Mr. Sanjeet Kumar Gupta			
1	(a) Salary as per provisions contained u/s 17(1) of the Income Tax Act, 1961	5,08,236		15,98,000	21,06,236		
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961.	-		-	-		
	(c) Profits in lieu of salary u/s 17(3) of the Income Tax Act, 1961.	-		-	-		
2	Stock Option	-		-	-		
3	Sweat Equity	-		-	-		
4	Commission as % of profit	-		-	-		
5	Others	-		-	-		
	<b>Total</b>	<b>5,08,236</b>		<b>15,98,000</b>	<b>21,06,236</b>		

Annexure to the Directors' Report					
VIII		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)
<b>A. COMPANY</b>					
Penalty					
Punishment					
Compounding					
<b>B. DIRECTORS</b>					
Penalty					
Punishment					
Compounding					
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty					
Punishment					
Compounding					
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