

Annexure A**FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN****As on financial year ended on 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	U74110DL1999PLC291383
2.	Registration Date	02.11.1999
3.	Name of the Company	KMG Infotech Limited
4.	Category/Sub-category of the Company	Limited by Shares
5.	Address of the Registered office & contact details	Flat No. 310, Gedore House, 51-52 Nehru Place, New Delhi 110019
6.	Whether listed company	Unlisted
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	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)

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Providing Software support & Maintenance to the Clients	62013	93
2	Renting & Leasing Activities	68101	7%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -

s. no	Name and Address of the company	CIN NO	Holding/ Subsidiary / Associate	% of shares held	applicable section
1	Six Sigma Software Private Limited Reg.of:310, Gedore House, 51-52, Nehru Place, New Delhi 110019	U51900DL1993PTC055031	Holding	68.06	Section 2(46)
2	Key Management Group Inc. Address: New York, USA	NA	Foreign Subsidiary	90.00	Section 2(87)
3	Six Sigma Infrastructure Providers Pvt Ltd Address: 310, Gedore House, 51-52, Nehru Place, New Delhi 110019	U74899DL2006PTC144751	Fellow Subsidiary	6.18	Section 2(87)
4	KMG Staffing Solutions P.Ltd	U74999DL2018PTC331380	Wholly	100%	Section



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	310, Gedore House, 51-52, Nehru Place, New Delhi 110019		Owned Subsidiary		2(87)
5	KMG IT Services P.Ltd 310, Gedore House, 51-52, Nehru Place, New Delhi 110019	U74999DL2018PTC330590	Wholly Owned Subsidiary	100%	Section 2(87)(ii)
6	Primis BPO P.Ltd. 310, Gedore House, 51-52, Nehru Place, New Delhi 110019	U74999DL2018PTC330335	Wholly Owned Subsidiary	100 %	Section 2(87)(ii)

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

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
	Dem at	Physical	Total	% of Total Shares	Dem at	Physical	Total	% of Total Shares	
A. Promoters	NA	NIL	NIL	NIL	NA	NIL	NIL	NIL	NIL
(1) Indian	NA	NIL	NIL	NIL	NA	NIL	NIL	NIL	NIL
a) Individual/ HUF	NA	NIL	NIL	NIL	NA	NIL	NIL	NIL	NIL
b) Central Govt	NA	NIL	NIL	NIL	NA	NIL	NIL	NIL	NIL
c) State Govt(s)	NA	NIL	NIL	NIL	NA	NIL	NIL	NIL	NIL
d) Bodies Corp.	NA	NIL	NIL	NIL	NA	NIL	NIL	NIL	NIL
e) Banks / FI	NA	NIL	NIL	NIL	NA	NIL	NIL	NIL	NIL
f) Any other	NA	NIL	NIL	NIL	NA	NIL	NIL	NIL	NIL
Sub-total(A)(1):-	NA	NIL	NIL	NIL	NA	NIL	NIL	NIL	NIL
(2) Foreign									
NRIs-Individuals	NA	888,149	888,149	8.44	NA	888,149	888,149	8.44	NIL
Other-Individuals	NA	NIL	NIL	NIL	NA	NIL	NIL	NIL	NIL
Bodies Corp.	NA	NIL	NIL	NIL	NA	NIL	NIL	NIL	NIL
Banks / FI	NA	NIL	NIL	NIL	NA	NIL	NIL	NIL	NIL
Any Other....	NA	NIL	NIL	NIL	NA	NIL	NIL	NIL	NIL
Sub-total (A)(2):-	NA	888,149	888,149	8.44	NA	888,149	888,149	8.44	NIL
Total shareholding of Promoter (A)	NA	888,149	888,149	8.44	NA	888,149	888,149	8.44	NIL
B. Public Shareholding									
1. Institutions	NA	NIL	NIL	NIL	NA	NIL	NIL	NIL	NIL
a) Mutual Funds	NA	NIL	NIL	NIL	NA	NIL	NIL	NIL	NIL
b) Banks / FI	NA	NIL	NIL	NIL	NA	NIL	NIL	NIL	NIL

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c) Central Govt	NA	NIL	NIL	NIL	NA	NIL	NIL	NIL	NIL
d) State Govt(s)	NA	NIL	NIL	NIL	NA	NIL	NIL	NIL	NIL
e) Venture Capital Funds	NA	1,128,888	1,128,888	10.72	NA	NIL	NIL	NIL	NIL
f) Insurance Companies	NA	NIL	NIL	NIL	NA	NIL	NIL	NIL	NA
g) FIIs	NA	NIL	NIL	NIL	NA	NIL	NIL	NIL	NA
h) Foreign Venture Capital Funds	NA	NIL	NIL	NIL	NA	NIL	NIL	NIL	NA
i) Others (specify)	NA	NIL	NIL	NIL	NA	NIL	NIL	NIL	NA
Sub-total (B)(1):-	NA	1,128,888	1,128,888	10.72	NIL	NIL	NIL	NIL	NIL
2. Non-Institutions									
a) Bodies Corp.									
i) Indian	NA	6,132,100	6,132,100	58.25	NA	72,65,988	7,16,59,880	69.01	11.72
ii) Overseas	NA	2,54,780	2,54,780	2.42	NA	2,54,780	2,54,780	2.42	NA
b) Individuals									
i) Individual Shareholders holding nominal share capital up to Rs. 1 lakh	NA	16,094	16,094	0.15	NA	12,094	12,094	0.11	0.04
ii) Individual Shareholders holding nominal share capital in excess of Rs 1 lakh	NA	17,08,055	17,08,055	16.22	NA	17,08,055	17,08,055	16.22	NA
c) Others (Trust)	NA	400,000	400,000	3.80	NA	400,000	400,000	3.80	NA
Sub-total (B)(2):-	NA	8,512,029	8,512,029	80.84	NA	95,40,917	95,40,917	91.54	NIL
Total Public Shareholding (B)=(B)(1)+(B)(2)	NIL	9,640,917	9,640,917	91.56	NIL	9,640,917	9,640,917	91.54	NIL
C. Shares held by Custodian for GDRs & ADRs	NA	NA	NA	NA	NA	NA	NA	NA	NA
Grand Total (A+B+C)	NIL	10,529,066	10,529,066	100	NIL	10,529,066	10,529,066	100	11.76

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B) SHAREHOLDING OF PROMOTER-

S. 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 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	Subhash C Bhatia	888,149	8.44	NIL	888,149	8.44	NIL	NIL

C) CHANGE IN PROMOTERS' SHAREHOLDING (PLEASE SPECIFY, IF THERE IS NO CHANGE)

SN	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
	At the beginning of the year	888,149	8.44	888,149	8.44
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	NIL	NIL	NIL	NIL
	At the end of the year	888,149	8.44	888,149	8.44

D) SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS: (OTHER THAN DIRECTORS, PROMOTERS AND HOLDERS OF GDRS AND ADRS):

SN	For Each of the Top 10 Shareholders	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 (Six Sigma Software Pvt Ltd)	6,032,100	57.30	71,65,988	68.01
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	NIL	NIL	11,28,888	Increase in shareholding by transfer of Equity Share by SVCL to

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					SSS
2	At the beginning of the year (SVCL)	11,28,888	10.72	NIL	NIL
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	NIL	NIL	NIL	NIL
3	At the beginning of the year (MFExchange Holdings Inc)	200,000	1.90%	200,000	1.90%
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	NIL	NIL	NIL	NIL
4	At the beginning of the year (Goldwin Merchandise Pvt Ltd)	1,00,000	.95	100,000	.95%
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	NIL	NIL	NIL	NIL

E) SHAREHOLDING OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

SN	Shareholding of each Directors and each Key Managerial Personnel	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 (Anju Gupta)	8,88,055	8.43	8,88,055	8.43
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	NIL	NIL	NIL	NIL
	At the end of the year	8,88,055	8.43	8,88,055	8.43
2	At the beginning of the year (Subhash C Bhatia)	8,88,149	8.44	8,88,149	8.44
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	NIL	NIL	NIL	NIL

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	etc.):				
	At the end of the year				
3	At the beginning of the year (Rohit Narang)	6,20,000	5.88	6,20,000	5.88
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):				

F) **INDEBTEDNESS** -Indebtedness of the Company including interest outstanding/accrued but not due for payment. (In INR)

Particulars	Secured Loans excluding deposits	Unsecured	Deposits	Total
				Indebtedness
Indebtedness at the beginning of the financial year(01.04.2017)	11,20,08,864	2,24,23,541	-	13,44,32,405.00
i) Principal Amount	11,19,12,592	-		11,19,12,592.00
ii) Interest due but not paid		-		
iii) Interest accrued but not due	96,272			
Total (i+ii+iii)	11,20,08,864	2,24,23,541		13,44,32,405
Change in Indebtedness during the financial year				
- Reduction	-	1,26,61,194		
Net Change	1,87,87,864			
Indebtedness at the end of the year	13,07,96,728	97,62,347		14,05,59,075
i) Principal Amount	13,04,86,858			13,04,86,858
ii) Interest due but not paid				0
iii) Interest accrued but not due	3,09,870			
Total (i+ii+iii)	13,07,96,728	97,62,347		14,05,59,075

XI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

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

SN.	Particulars of Remuneration	Name of MD/WTD/ Manager		Total Amount
1	Gross salary	Poornima Rampal (w.e.f 31.03.2018)		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	21,99,996		21,99,996
	(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	NA	NA	
3	Sweat Equity	NA	NA	
4	Commission - as % of profit - others, specify...	NA	NA	
5	Others, please specify	NA	NA	
	Total (A)			
	Ceiling as per the Act			

B. REMUNERATION TO OTHER DIRECTORS

SN.	Particulars of Remuneration				Total Amount
1		Rachna Kumar	Vijay Mendiratta		---
1	Independent Directors				
	Fee for attending board & committee meetings	Rs. 5 ,000 for attending each meeting	Rs. 5 ,000 for attending each meeting		10,000/-
	Commission				
	Others, please specify				
	Total (1)				

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

SN	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CS	CFO	Total
1	Gross salary				

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	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	NA	3,53,588.70	Nil	Nil
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	NA	Nil	Nil	Nil
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	NA	Nil	Nil	Nil
2	Stock Option	NA	Nil	Nil	Nil
3	Sweat Equity	NA	Nil	Nil	Nil
4	Commission	NA	Nil	Nil	Nil
	- as % of profit	NA	Nil	Nil	Nil
	Others specify...	NA	Nil	Nil	Nil
5	Others, please specify	NA	Nil	Nil	Nil
	Total	NA	3,53,588.70	NA	NA

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)
Penalty					
Punishment					
C. OTHER OFFICERS IN DEFAULT					
Penalty	NIL				
Punishment	NIL				
Compounding	NIL				