

**Annexure V**  
**FORM NO. MGT 9**  
**EXTRACT OF ANNUAL RETURN**  
**as on 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:**

i	CIN	U72900PN2000PLC014934
ii	Registration Date	29-05-2000
iii	Name of the Company	NIHILENT LIMITED.
iv	Category/Sub-category of the Company	Public Limited Company
v	Address of the Registered office & contact details.	403-404, 4th Floor, Weikfield IT Citi Infopark, Nagar Road, Pune 411 014
vi	Whether listed company	No
vii	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Link Intime India Private Limited C-13, Pannalal Silk Mills Compound L.B.S.Marg, Bhandup (West), Mumbai - 400078

**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:-

Sl. No.	Name & Description of main Products/Services	NIC - Code of the Product /Service	% to total turnover of the Company
1	IT Consultancy, Software development and related services	892	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
1	Hatch Investments Mauritius Ltd Address: C/o Schindlers Trust Mauritius Limited 2nd Floor, Block B, Medine Mews, La Chaussée Street, Port-Louis, Mauritius	-	HOLDING	69.16% of Nihilent Ltd	Section 2(87)
2	Nihilent Inc. Address: . 2665 Long Lake Rd, Suite 100, Roseville, MN 55113	-	SUBSIDIARY	100%	Section 2(87)
3	Seventh August IT Services Private Limited Address: Sumol, Plot No.27, Manmohan Society, Lane No. 1, Karve Nagar, Pune 411 052, India.	U72200PN2007PTC130679	SUBSIDIARY	100%	Section 2(87)
4	Nihilent Tanzania Ltd. Address: P.O. Box 9912, Plot No.565, Old, Bagamoyo Road, DSM Kinondoni, Dar Es Salaam, Tanzania.	-	SUBSIDIARY	95%	Section 2(87)
5	Nihilent Nigeria Ltd Address: 13, Maitama Sule Street, Ikoyi, Lagos, Nigeria.	-	SUBSIDIARY	51%	Section 2(87)
6	Nihilent Australia Pty Ltd Address: Level 1, 225 George Street, Sydney NSW 2000	-	SUBSIDIARY	100%	Section 2(87)
7	Intellect Bizware Services Private Limited Address: 601-605 6th Floor, Technocity, Plot No. X-5/3, MIDC, Mahape Navi Mumbai Thane Maharashtra 400710.	U72300MH2009PTC192567	SUBSIDIARY	81%	Section 2(87)
8	Nihilent Analytics Limited Address: 8th Floor, B Block, Weikfield IT Citi Infopark, Nagar Road, Pune 411 014	U30009WB1992PLC056060	SUBSIDIARY	100%	Section 2(87)
9	Nihilent Analytics Inc Address: 101 Merritt Blvd, Suite 107, Trumbull, CT 06611, USA.	-	Wholly owned Subsidiary of Nihilent Analytics Limited	100%	Section 2(87)
10	BPA Technologies Pvt. Ltd. Address: Infinity Benchmark, 15th Floor, Office No. 1501, Plot-G1, Block-GP, Sector-V, Salt Lake Kolkata West Bengal-700091.	U72200WB2006FTC220897	Wholly owned Subsidiary of Nihilent Analytics Inc .	100%	Section 2(87)

IV SHAREHOLDING PATTERN (Equity Share capital Break up as % to 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	2,020,000	-	2,020,000	10.12%	2,020,000	-	2,020,000	10.12%	0%
b) Central Govt	-	-	-	-	-	-	-	-	0
c) State Govt (s)	-	-	-	-	-	-	-	-	0
d) Bodies Corporates	1,171,219	-	1,171,219	5.87%	1,171,219	-	1,171,219	5.87%	0
e) Bank/FI	-	-	-	-	-	-	-	-	0
f) Any other .....	-	-	-	-	-	-	-	-	0
<b>SUB TOTAL: (A) (1)</b>	<b>3,191,219</b>	<b>-</b>	<b>3,191,219</b>	<b>15.99%</b>	<b>3,191,219</b>	<b>-</b>	<b>3,191,219</b>	<b>15.99%</b>	<b>0%</b>
<b>(2) Foreign</b>									
a) NRI- Individuals	0	0	0	0	0	0	0	0	0
b) Other Individuals	0	0	0	0	0	0	0	0	0
c) Bodies Corp.	13,808,781	0	13,808,781	69.16%	13,808,781	0	13,808,781	69.16%	0
d) Banks/FI	-	-	-	0	-	-	-	0	0
e) Any other .....	-	-	-	0	-	-	-	0	0
<b>SUB TOTAL: (A) (2)</b>	<b>13,808,781</b>	<b>-</b>	<b>13,808,781</b>	<b>69.16%</b>	<b>13,808,781</b>	<b>0</b>	<b>13,808,781</b>	<b>69.16%</b>	<b>0%</b>
<b>Total Shareholding of Promoter (A) : (A)(1)+(A)(2)</b>	<b>17,000,000</b>	<b>-</b>	<b>17,000,000</b>	<b>85.15%</b>	<b>17,000,000</b>	<b>-</b>	<b>17,000,000</b>	<b>85.15%</b>	<b>0%</b>
<b>B. PUBLIC SHAREHOLDING</b>									
<b>(1) Institutions</b>									
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks/FI	0	0	0	0	0	0	0	0	0
c) Central govt	0	0	0	0	0	0	0	0	0
d) State Govt.	0	0	0	0	0	0	0	0	0
e) Venture Capital Fund	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FHS	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
i) Others (specify)	0	0	0	0	0	0	0	0	0
<b>SUB TOTAL (B)(1):</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0%</b>
<b>(2) Non Institutions</b>									
a) Bodies corporates									
i) Indian	1,321,420	-	1,321,420	6.62%	1,321,420	-	1,321,420	6.62%	0
ii) Overseas	-	-	-	-	-	-	-	-	0
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs.1 lakhs	866,880	-	866,880	4.34%	866,880	-	866,880	4.34%	0
ii) Individuals shareholders holding nominal share capital in excess of Rs. 1 lakhs	735,200	42,300	777,500	3.89%	735,200	42,300	777,500	3.89%	0
c) Others (specify) NRI									0
<b>SUB TOTAL (B)(2):</b>	<b>2,923,500</b>	<b>42,300</b>	<b>2,965,800</b>	<b>14.85%</b>	<b>2,923,500</b>	<b>42,300</b>	<b>2,965,800</b>	<b>14.85%</b>	<b>0%</b>
<b>Total Public Shareholding (B)= (B)(1)+(B)(2)</b>	<b>2,923,500</b>	<b>42,300</b>	<b>2,965,800</b>	<b>14.85%</b>	<b>2,923,500</b>	<b>42,300</b>	<b>2,965,800</b>	<b>14.85%</b>	<b>0%</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>0%</b>
<b>Grand Total (A+B+C)</b>	<b>19,923,500</b>	<b>42,300</b>	<b>19,965,800</b>	<b>100%</b>	<b>19,923,500</b>	<b>42,300</b>	<b>19,965,800</b>	<b>100.00%</b>	<b>0%</b>

(ii) SHARE HOLDING OF PROMOTERS								
Sl. No.	Shareholders Name	Shareholding at the beginning of the year			Shareholding 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	I. C SINGH	2,020,000	10.1%	-	2,020,000	10.1%	0	0
2	Hatch Investments Mauritius Ltd	13,808,781	69.2%	-	13,808,781	69.2%	0	0
3	Vastu IT Services Pvt Ltd	1,171,219	5.9%	-	1,171,219	5.9%	0	0
	<b>Total</b>	<b>17,000,000</b>	<b>85.2%</b>	<b>0.00</b>	<b>17,000,000</b>	<b>85.2%</b>	<b>0.00</b>	<b>0.00</b>

(iii) Change in Promoters' Share holding (please specify, if there is no change)

Sl. No.	Shareholders Name	Share holding at the beginning of the Year		Cumulative Share holding during the year		
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company	
1		There is no Change in the Promoters Shareholding during the FY				
	At the beginning of the year					
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):					
	At the end of the year					

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters & Holders of GDRs & ADRs)

No.	Name	Shareholding at the beginning of the year		Cumulative* shareholding during the year		Shareholding at the end of the year	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company		
1	IDBI Trusteeship Services Pvt Ltd	1,321,420	6.62%	1,321,420	6.62%	<b>1,321,420</b>	No Change
2	Sunil Kumar Singhal	200,000	1.00%	200,000	1.00%	<b>200,000</b>	No Change
3	Namadeva Prabhu Basrur	125,100	0.63%	125,100	0.63%	<b>125,100</b>	No Change
4	Shobha Agarwal	80,100	0.40%	80,100	0.40%	<b>80,100</b>	No Change
5	Shubhabrata Banerjee	75,000	0.38%	75,000	0.38%	<b>75,000</b>	No Change
6	Karuna Agarwal	55,100	0.28%	55,100	0.28%	<b>55,100</b>	No Change
7	Sundaresan Narayanan	55,000	0.28%	55,000	0.28%	<b>55,000</b>	No Change
8	Abhay Ghate	51,800	0.26%	51,800	0.26%	<b>51,800</b>	No Change
9	Robin Rastogi	50,000	0.25%	50,000	0.25%	<b>50,000</b>	No Change
10	Brig Philip S Manoharan	45,000	0.23%	45,000	0.23%	<b>45,000</b>	No Change
	<b>TOTAL</b>	<b>2,058,520</b>	<b>10.31%</b>	<b>2,058,520</b>	<b>10.31%</b>	<b>2,058,520</b>	

\*Cumulative shareholding is the highest shareholding at any time during the year

(v) Shareholding of Directors and Key Managerial Personnel (KMP)

No	Name of Directors and KMP	Shareholding at the beginning of the year		Cumulative* shareholding during the year		Shareholding at the end of the year	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company		
1	I.C. Singh	2,020,000	10.12%	2,020,000	10.12%	2,020,000	No Change
2	Santosh Pande	200,100	1.00%	200,100	1.00%	200,100	No Change
3	Minoo Dastur	230,100	1.15%	230,100	1.15%	230,100	No Change
4	Shubhabrata Banerjee	75,000	0.38%	75,000	0.38%	75,000	No Change
5	Rahul Bhandari	5,000	0.03%	5,000	0.00025	5,000	No Change

\*Cumulative shareholding is the highest shareholding at any time during the year

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtness at the beginning of the financial year</b>				
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
	-	-	-	-
<b>Total (i+ii+iii)</b>	-	-	-	-
	-	-	-	-
<b>Change in Indebtedness during the financial year</b>				
Additions	50,000,000	-	-	50,000,000
Reduction	-	-	-	-
<b>Net Change</b>	50,000,000	-	-	50,000,000
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	30,000,000	-	-	30,000,000
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	30,000,000	-	-	30,000,000

**VI REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**
**A. Remuneration to Managing Director, Whole time director and/or Manager:**

Sl. No.	Particulars of Remuneration	L C Singh Director	Minoo Dastur Director & CEO	Total Amount
1	<b>Gross salary</b>			
	(a) Salary as per provisions contained in section 17(1) of the Income Tax, 1961.	30,440,790	20,658,468	51,099,258
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	62,430	39,600	102,030
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	-	-	
2	Stock option	-	-	
3	Sweat Equity	-	-	
4	Commission	-	-	
	as % of profit	-	-	
	Others	-	-	
5	Others : Perquisites	-	-	
	<b>Total (A)</b>	<b>30,503,220</b>	<b>20,698,068</b>	<b>51,201,288</b>
	Ceiling as per the Act*			

\*Special Resolution passed for remuneration beyond the prescribed limits

<b>B. Remuneration to other directors:</b>						
Sl. No.	Particulars of Remuneration	Lila Poonawalla	Santosh Pande	Ashok Kini	Satish Tripathi^	Total Amount
<b>Independent Directors</b>						
1	Fee for attending board / committee meetings	350,000	600,000	600,000	450,000	2,000,000
2	Commission	1,394,350	2,923,640	4,048,120	2,383,890	10,750,000
3	Others, please specify	-	-	-	-	-
	<b>Total (1)</b>	1,744,350	3,523,640	4,648,120	2,833,890	12,750,000


^Amount paid in equivalent USD.


<b>C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD</b>				
Sl. No.	Particulars of Remuneration	Key Managerial Personnel		
		Mr Shubhabrata Banerjee CFO	Mr Rahul Bhandari Company Secretary	TOTAL
1	Gross Salary			
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.	12,395,732	4,776,667	17,172,399
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	709,087	8,107	717,194
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	-	-	
2	Stock Option	-	-	
3	Sweat Equity	-	-	
4	Commission	-	-	
	as % of profit	-	-	
	others, specify	-	-	
5	Others, please specify			
	<b>Total</b>	13,104,819	4,784,774	17,889,593

**VII 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	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil
<b>B. DIRECTORS</b>					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil

**On behalf of the Board  
For Nihilent Limited**

  
**L. C. Singh**  
Director  
Date : 5 May 2020

  
**Minoo Dastur**  
Director  
Date: 5 May 2020