

EXTRACT OF ANNUAL RETURN AS ON THE FINANCIAL YEAR ENDED MARCH 31, 2020

Pursuant to Section 92 and 134 of the Companies Act, 2013 read with Rule 12 of the Companies (Management and Administration) Rules, 2014

1. REGISTRATION AND OTHER DETAILS

Corporate Identification Number (CIN)	L31909KA1974PLC020010
Registration number and date of incorporation	080/020010 and August 22, 1974
Category/ Sub- category of Company	Company Limited by Shares/ Indian Non Government Company
Address and contact details	Belview 7 Haudin Road Bengaluru-42 Tel: 080- 25596045/73 Email: investorservice@adorfon.com
Whether listed company	Yes – Bombay Stock Exchange (BSE)
Name, address and contact details of Registrar & Share Transfer Agent	Integrated Registry Management Services Private Limited 30 Ramana Residency Sampige Road Malleswaram Bengaluru 560 003 Tel: 080- 23460816/18 Email: irg@integratedindia.in

2. PRINCIPAL BUSINESS ACTIVITY OF THE COMPANY

Name and description of main products/services	NIC code of the products/services-group	Total turnover of the Company
Consumables	241-242	62%
Equipment/Automation and ancillaries	271	21%
Services	331	17%

3. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANY

Name of the Company	Address	CIN	% of holding
Wholly owned Subsidiary – Section 2(87)			
3D Future Technologies Private Limited	3rd Floor, Ador House, 6 K Dubash Marg, Fort, Mumbai, Maharashtra 400001	U74999MH2015PTC261114	100%
Formed vide Board Meeting dt. Nov 11, 2014.			

4. SHAREHOLDING PATTERN

a. Category wise shareholding

Category of Shareholders	No. of shares held at the beginning of the year				No. of shares held at the end of the year				Percentage change
	Demat	Physical	Total	Percent	Demat	Physical	Total	Percent	
Promoter	4606598	-	4606598	26.32	9213201	-	9213201	26.32	-
Promoter Group	1908841	-	1908841	10.91	3946525	-	3946525	11.28	0.37
Public shareholding									
Banks/ Financial Institutions	-	-	-	-	406	-	406	0.00	-
Alternative Investment Fund	435368	-	435368	2.49	870736	-	870736	2.49	-
Foreign Institutional Investors	885516	-	885516	5.06	1700000	-	1700000	4.86	(0.20)
Bodies Corporate	318720	24000	342720	1.96	579347	48000	627347	1.79	(0.17)
Individual shareholders holding nominal share capital up to 1 lakhs	5312566	1064010	6376576	36.44	10819225	1887895	12707120	36.30	(0.14)
Individual shareholders holding nominal share capital in excess of 1 lakhs	2338480	127700	2466180	14.09	4755790	255400	5011190	14.32	0.23
Clearing Members/Others	37041	-	37041	0.21	30376	-	30376	0.09	(0.12)
NRI	188834	-	188834	1.08	372947	-	372947	1.07	(0.01)
IEPF	252326	-	252326	1.44	520152	-	520152	1.48	0.04
TOTAL	16284290	1215710	17500000	100.00	32808705	2191295	35000000	100.00	-

b. Shareholding of Promoters and Promoter group

Shareholder's Name	Shareholding at the beginning of the year 01.04.2019			Shareholding at the end of the year 31.03.2020			% change in share holding during the year
	No. of Shares	% to total shares of the company	% of shares pledged/encumbered to total shares	No. of Shares	% to total shares of the company	% of shares pledged/encumbered to total shares	
J B Advani And Company Pvt. Ltd.	46,06,598	26.32	-	92,13,201	26.32	-	-
Mr. Aditya Tarachand Malkani*	5,31,468	3.04	-	10,85,986	3.10	-	0.06
Ms. Rajbir Tarachand Malkani	2,06,818	1.18	-	4,58,577	1.31	-	0.13
Ms. Ninotchka Malkani Nagpal*	27,350	0.16	-	54,700	0.16	-	-
Ms. Michelle Gulu Malkani	41,850	0.24	-	83,700	0.24	-	-
Ms. Gulshan Gulu Malkani	3,53,000	2.02	-	7,06,000	2.02	-	-
Ms. Reshma A Lalvani	37,500	0.21	-	75,000	0.21	-	-
Ms. Reshma Ashda Lalvani	11,000	0.06	-	22,000	0.06	-	-
Ms. Aruna B Advani*	4,50,500	2.57	-	9,01,000	2.57	-	-
Mr. Ajit T Mirchandani	73,730	0.42	-	1,47,460	0.42	-	-
Ms. Tania A Mirchandani	84,775	0.48	-	1,69,550	0.48	-	-
Mr. Ravin A Mirchandani*	5,955	0.03	-	11,910	0.03	-	-
Ms. Vimla A Lalvani	2,500	0.01	-	5,000	0.01	-	-
Ms. Vimla Ashda Lalvani	5,750	0.03	-	27,722	0.08	-	0.05
Mr. Deep Ashda Lalvani*	22,061	0.13	-	34,652	0.10	-	(0.03)
Ms. Shirin Aditya Malkani	54,584	0.31	-	1,63,268	0.47	-	0.16

Note: Marked (*) are Individual Members who are the primary/first named Shareholders of J B Advani and Company Private Limited

c. Shareholding of Directors and Key Managerial Personnel

Names	Shareholding at the beginning of the year		Shareholding at the end of the year	
	No. of shares	Percent	No. of shares	Percent
Mr. A T Malkani	5,31,468	3.04	10,85,986	3.10
Mrs. N Malkani Nagpal	27,350	0.16	54,700	0.02
Mr. H P Ledwani	59,116	0.34	1,21,998	0.35
Mr. N S Marshall	3,099	0.02	6,198	0.02
Mr. Santosh Janakiram	-	-	-	-
Mr. Rafique Malik	-	-	-	-
Mr. P Gopa Kumar	-	-	4,360	0.01
Ms. Geetha D	-	-	5,000	0.01

d. Shareholding of top ten Shareholders (other than Directors, Promoters and holders of GDRs and ADRs)

Names	Shareholding at the beginning of the year		Shareholding at the end of the year	
	No. of shares	Percent	No. of shares	Percent
M/s. Malabar India Fund Limited	8,50,000	4.86	17,00,000	4.86
M/s. Malabar Value Fund	4,35,368	2.49	8,70,736	2.49
Mr. S. Shyam	3,04,476	1.74	6,08,952	1.74
Mr. Anil Kumar Goel	2,65,607	1.52	5,31,214	1.52
Investor Education And Protection Fund	2,52,326	1.44	5,20,152	1.49
Ms. Sarla Chandna	1,75,370	1.00	3,60,000	1.03
Mr. Megh Ishwer Manseta	1,65,000	0.94	3,30,000	0.94
Ms. Sneha Vishal Sood	-	-	3,05,786	0.87
Mr. Kiyomi Anant Talaulicar	1,14,371	0.65	2,28,742	0.65
Mr. J K Chandna	1,12,000	0.64	2,28,000	0.65

5. DETAILS OF CHANGES IN SHAREHOLDING OF THE PROMOTER GROUP

S. No.	Shareholders Name	Share holding at the beginning of the Year 01.04.2019					Cumulative Share holding during the year 31.03.2020	
		No. of Shares	% of total shares of the company	Date	Increase/ Decrease in Share Holding	Reason	No. of Shares	% of total shares of the company
1	J B Advani And Company Pvt. Ltd.	46,06,598	26.32	01.04.2019	-	-	46,06,598	26.32
				23.09.2019	46,06,598	Bonus allotment	92,13,196	26.32
				20.12.2019	5	Purchase	92,13,201	26.32
				31.03.2020	-	-	92,13,201	26.32
2	Mr. Aditya Tarachand Malkani	5,31,468	3.04	01.04.2019	-	-	5,31,468	3.04
				23.09.2019	5,31,468	Bonus allotment	10,62,936	3.04
				29.11.2019	11,500	Purchase	10,74,436	3.07
				06.12.2019	11,550	Purchase	10,85,986	3.10
				31.03.2020	-	-	10,85,986	3.10
3	Ms. Rajbir Tarachand Malkani	2,06,818	1.18	01.04.2019	-	-	2,06,818	1.18
				31.05.2019	15,492	Purchase	2,22,310	1.27
				23.09.2019	2,22,310	Bonus allotment	4,44,620	1.27
				20.03.2020	2,100	Purchase	4,46,720	1.28
				27.03.2020	11,057	Purchase	4,57,777	1.31
				31.03.2020	800	Purchase	4,58,577	1.31
4	Ms. Ninotchka Malkani Nagpal	27,350	0.16	01.04.2019	-	-	27,350	0.16
				23.09.2019	27,350	Bonus allotm.	54,700	0.16
				31.03.2020	-	-	54,700	0.16
5	Ms. Michelle Gulu Malkani	41,850	0.24	01.04.2019	-	-	41,850	0.24
				23.09.2019	41,850	Bonus allotment	83,700	0.24
				31.03.2020	-	-	83,700	0.24
6	Ms. Gulshan Gulu Malkani	3,53,000	2.02	01.04.2019	-	-	3,53,000	2.02
				23.09.2019	3,53,000	Bonus allotment	7,06,000	2.02

				31.03.2020	-	-	7,06,000	2.02
7	Ms. Reshma A Lalvani	37,500	0.21	01.04.2019	-	-	37,500	0.21
				23.09.2019	37,500	Bonus allotment	75,000	0.21
				31.03.2020	-	-	75,000	0.21
8	Ms. Reshma Ashda Lalvani	11,000	0.06	01.04.2019	-	-	11,000	0.06
				23.09.2019	11,000	Bonus allotment	22,000	0.06
				31.03.2020	-	-	22,000	0.06
9	Ms. Aruna B Advani	4,50,500	2.57	01.04.2019	-	-	4,50,500	2.57
				23.09.2019	4,50,500	Bonus allotment	9,01,000	2.57
				31.03.2020	-	-	9,01,000	2.57
10	Mr. Ajit T Mirchandani	73,730	0.42	01.04.2019	-	-	73,730	0.42
				23.09.2019	73,730	Bonus allotment	1,47,460	0.42
				31.03.2020	-	-	1,47,460	0.42
11	Ms. Tania A Mirchandani	84,775	0.48	01.04.2019	-	-	84,775	0.48
				23.09.2019	84,775	Bonus allotment	1,69,550	0.48
				31.03.2020	-	-	1,69,550	0.48
12	Mr. Ravin A Mirchandani	5,955	0.03	01.04.2019	-	-	5,955	0.03
				23.09.2019	5,955	Bonus allotment	11,910	0.03
				31.03.2020	-	-	11,910	0.03
13	Ms. Vimla A Lalvani	2,500	0.01	01.04.2019	-	-	2,500	0.01
				23.09.2019	2,500	Bonus allotm.	5,000	0.01
				31.03.2020	-	-	5,000	0.01
14	Ms. Vimla Ashda Lalvani	5,750	0.03	01.04.2019	-	-	5,750	0.03
				05.04.2019	748	Purchase	6,498	0.04
				31.05.2019	4,500	Purchase	10,998	0.06
				21.06.2019	1,613	Purchase	12,611	0.07
				29.06.2019	300	Purchase	12,911	0.07
				05.07.2019	950	Purchase	13,861	0.08
				23.09.2019	13,861	Bonus allotment	27,722	0.08
				31.03.2020	-	-	27,722	0.08
15	Mr. Deep Ashda Lalvani	22,061	0.13	01.04.2019	-	-	22,061	0.13
				05.04.2019	10	Purchase	22,071	0.13
				24.05.2019	145	Purchase	22,216	0.13
				07.06.2019	50	Purchase	22,266	0.13

				14.06.2019	200	Purchase	22,466	0.13
				29.06.2019	110	Purchase	22,576	0.13
				23.09.2019	22,576	Bonus allotment	45,152	0.13
				27.12.2019	-6,290	Sold	38,862	0.11
				31.12.2019	-4,574	Sold	34,288	0.10
				03.01.2020	-51	Sold	34,237	0.10
				20.03.2020	415	Purchase	34,652	0.10
				31.03.2020	-	-	34,652	0.10
16	Ms. Shirin Aditya Malkani	54,584	0.31	01.04.2019	-	-	54,584	0.31
				23.09.2019	54,584	Bonus allotment	1,09,168	0.31
				04.10.2019	6,800	Purchase	1,15,968	0.33
				29.11.2019	11,500	Purchase	1,27,468	0.36
				06.12.2019	27,000	Purchase	1,54,468	0.44
				13.12.2019	8,800	Purchase	1,63,268	0.47
				31.03.2020	-	-	1,63,268	0.47

6. DETAILS OF CHANGES IN SHAREHOLDING OF TOP TEN SHAREHOLDERS (other than Directors, Promoters and holders of GDRs and ADRs)

		SHAREHOLDING AT THE BEGINNING OF THE YEAR - 01.04.2019					CUMULATIVE SHAREHOLDING DURING THE YEAR - 31.03.2020	
S. NO	NAME OF THE SHARE HOLDER	No. of Shares	% of Total Shares of the Company	Date	Increase/Decrease in Share Holding	Reason	No. of Shares	% of Total Shares of the Company
1	Malabar India Fund Limited	8,50,000	4.86	01.04.2019	-	-	8,50,000	4.86
				23.09.2019	8,50,000	Bonus allotment	17,00,000	4.86
				31.03.2020	-	-	17,00,000	4.86
2	Malabar Value Fund	4,35,368	2.49	01.04.2019	-	-	4,35,368	2.49
				23.09.2019	4,35,368	Bonus allotment	8,70,736	2.49
				31.03.2020	-	-	8,70,736	2.49
3	Mr. S. Shyam	3,04,476	1.74	01.04.2019	-	-	3,04,476	1.74
				23.09.2019	3,04,476	Bonus allotment	6,08,952	1.74
				31.03.2020	-	-	6,08,952	1.74
4	Mr. Anil Kumar Goel	2,65,607	1.52	01.04.2019	-	-	2,65,607	1.52
				23.09.2019	2,65,607	Bonus allotment	5,31,214	1.52
				31.03.2020	-	-	5,31,214	1.52
5	Investor Education and Protection Fund – Ministry of Corporate Affairs	2,52,326	1.44	01.04.2019	-	-	2,52,326	1.44
				24.05.2019	-2,500	Shares released	2,49,826	1.43
				14.06.2019	-2,500	Shares released	2,47,326	1.41
				20.09.2019	13,500	Shares released	2,60,826	1.49
				23.09.2019	2,60,826	Bonus allotment	5,21,652	1.49
				30.09.2019	-1,000	Shares released	5,20,652	1.49
				24.01.2020	-500	Shares released	5,20,152	1.49
				31.03.2020	-	-	5,20,152	1.49
6	Ms. Sarla Chandna	1,75,370	1.00	01.04.2019	-	-	1,75,370	1.00

				05.07.2019	2,130	Purchase	1,77,500	1.01
				23.09.2019	1,77,500	Bonus allotment	3,55,000	1.01
				28.02.2020	5,000	Purchase	3,60,000	1.03
				31.03.2020	-	-	3,60,000	1.03
7	Mr. Megh Ishwar Manseta	1,65,000	0.94	01.04.2019	-	-	1,65,000	0.94
				23.09.2019	1,65,000	Bonus allotment	3,30,000	0.94
				31.03.2020	-	-	3,30,000	0.94
8	Ms. Sneha Vishal Sood	-	0.00	01.04.2019	-	-	-	0.00
				22.11.2019	3,05,786	Purchase	3,05,786	0.87
				31.03.2020	-	-	3,05,786	0.87
9	Mr. Kiyomi Anant Talaulicar	1,14,371	0.65	01.04.2019	-	-	1,14,371	0.65
				23.09.2019	1,14,371	Bonus allotment	2,28,742	0.65
				31.03.2020	-	-	2,28,742	0.65
10	Mr. J K Chandna	1,12,000	0.64	01.04.2019	-	-	1,12,000	0.64
				06.09.2019	2,000	Purchase	1,14,000	0.65
				23.09.2019	1,14,000	Bonus allotment	2,28,000	0.65
				31.03.2020	-	-	2,28,000	0.65
11	Mr. C T Sreenath	1,11,007	0.63	01.04.2019	-	-	1,11,007	0.63
				23.09.2019	1,11,007	Bonus allotment	2,22,014	0.63
				13.03.2020	2,600	Purchase	2,24,614	0.64
				31.03.2020	-	-	2,24,614	0.64

7. INDEBTEDNESS OF THE COMPANY INCLUDING INTEREST OUTSTANDING/ ACCRUED BUT NOT DUE FOR PAYMENT

Particulars	Secured loans excluding deposits	Unsecured loans	Deposits	Total indebtedness
There was no indebtedness at the beginning, during and at the end of the financial year 2019-20.				

8. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

a. Remuneration to the Managing Director Whole-time Directors and/or the Manager for the financial year 2019-20

Rs. in lakhs

Particulars of Remuneration	Name of Director & details		Total Amount
	Mr. A T Malkani	Mr. H P Ledwani	
Gross salary			
(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	91	133	224
(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	12	37	49
(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-	-
Stock Option	-	-	-
Sweat Equity	-	-	-
Commission	-	-	-
- as % of profit			
- others, specify			
Others, please specify	-	-	-
Total	103	170	273

b. Remuneration (sitting fees for attending Board/ Committee meetings) to other directors for the financial year 2019-20

Amount in Rs.

Particulars of Remuneration	Name of director(s) and details			
	Mrs. N Malkani Nagpal	Mr. N S Marshall	Mr. Santosh Janakiram	Mr. Rafique Malik
Independent Directors	-	39,000	51,000	51,000
Other Non- Executive Directors	68,000	-	-	-

c. Remuneration to Key Managerial Personnel Other Than MD /Manager /WTD

Rs. In lakhs

Particulars	Key Managerial Personnel		
	Chief Financial Officer	Company Secretary	Total
Gross salary as per Form 16 and 12 BA			
a. Salary as per the provisions contained in Section 17(1) of the Income-tax	34	32	66
b. Value of perquisites U/s. 17(2) of the Income-tax Act, 1961	3	3	6
TOTAL	37	35	72

9. 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
A. Company					
Penalty			Nil		
Punishment					
Compounding					
B. Directors					
Penalty			Nil		
Punishment					
Compounding					
C. Other Officers in default					
Penalty			Nil		
Punishment					
Compounding					