

## ANNEXURE "A" TO THE DIRECTORS' REPORT

## FORM NO. MGT 9

## EXTRACT OF ANNUAL RETURN

As on Financial Year ended on 31.03.2019

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management &amp; Administration) Rules, 2014.

## I. REGISTRATION &amp; OTHER DETAILS:

1.	CIN	L74899HR1962PLC002618
2.	Registration Date	AUGUST 04, 1962
3.	Name of the Company	FRICK INDIA LIMITED
4.	Category / Sub Category of the Company	PUBLIC LIMITED COMPANY
5.	Address of the Registered office & Contact Details	21.5 KM, MAIN MATHURA ROAD, FARIDABAD - 121003 HARYANA PH : 0129-2275691-94. FAX : 0129-2275695 e-mail : fbd@frick.co.in
6.	Whether Listed Company	Listed with Metropolitan Stock Exchange of India Limited
7.	Name, Address & Contact details of the Registrar & Transfer Agent, If any	Link Intime India Pvt. Ltd., Noble Heights, 1st Floor, NH-2, C-1, Block LSC, Near Savitri Market Janakpuri, New Delhi-110058 Tel : 011-41410592 / 93/94 Fax : 011-41410591 e-mail : delhi@linkintime.co.in

## 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 of Description of Main products / services	NIC Code of the Product / Service	% in total turnover of the Company
1.	Manufacture of other general purpose	2819	100% machinery

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

(NOT APPLICABLE)

SN	NAME AND ADDRESS OF THE COMPANY	CIN/CLN	HOLDING / SUBSIDIARY ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
1.	0	0	0	0	0
2.	0	0	0	0	0

	No. of Shares at the Beginning of the Year (April 1, 2018)				No. of Shares at the Beginning of the Year (March 31, 2019)				% Change during the Year
	De-mat	Physical	Total	% of Total	De-mat	Physical	Total	% of Total	
<b>A. Promoters</b>									
(1) Indian									
a) Individual / HUF	247722	4050	251772	41.96	251747	25	251772	41.96	0
b) Central Govt.	0	0	0	0	0	0	0	0	0
c) State Govt(s)	0	0	0	0	0	0	0	0	0
d) Bodies Corp.	0	11865	11865	1.98	0	11865	11865	1.98	0
e) Banks / FI	0	0	0	0	0	0	0	0	0
f) Any other (Foreign-NRI)	0	120001	120001	20.00	0	120001	120001	20.00	0
<b>Total Shareholding of Promotor (A)</b>	<b>247722</b>	<b>135916</b>	<b>383638</b>	<b>63.94</b>	<b>251747</b>	<b>131891</b>	<b>383638</b>	<b>63.94</b>	<b>0</b>
<b>B. Public Shareholding</b>									
1. Institutions	0	0	0	0	0	0	0	0	0
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks / FI	0	25	25	0	0	25	25	0	0
c) Central Govt.	0	0	0	0	0	0	0	0	0
d) State Govt(s)	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance Companies	28500	0	28500	4.75	28500	0	28500	4.75	0
g) FIs	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
i) Other (specify)	0	0	0	0	0	0	0	0	0
<b>Sub-total (B) (1)</b>	<b>28500</b>	<b>25</b>	<b>28525</b>	<b>4.75</b>	<b>28500</b>	<b>25</b>	<b>28525</b>	<b>4.75</b>	<b>0</b>
2. Non-Institutions									
a) Bodies Corp.									
i) Indian	7848	200	8048	1.34	10717	200	10917	1.82	0.48
ii) Overseas	0	0	0	0	0	0	0	0	0
b) Individuals									
i) Individual Shareholders holding nominal share capital upto Rs. 2 lakhs	79903	65132	145035	24.17	82563	51207	133770	22.30	0
ii) Individual Shareholders holding nominal share capital in excess of Rs. 2 lakhs	32364	-	32364	5.39	32364	-	32364	5.39	0
c) Other (specify) (HUF)	1805	0	1805	0.30	1856	0	1856	0.31	+0.01
Non Resident Indians	521	0	521	0.09	8866	0	8866	148	+1.39
Overseas Corporate Bodies	0	0	0	0	0	0	0	0	0
Foreign Nationals	0	0	0	0.	0	0	0	0	0
Clearing Members	25	0	25	0.004	25	0	25	0.004	0
Trusts	14	0	14	0.02	14	-	14	0.002	0
Foreign Bodies - D R	0	0	0	0	0	0	0	0	0
<b>Sub-total (B) (2)</b>	<b>122480</b>	<b>65332</b>	<b>187812</b>	<b>31.30</b>	<b>136405</b>	<b>51407</b>	<b>187812</b>	<b>31.30</b>	<b>0</b>
<b>Total Public Shareholding</b>	<b>150980</b>	<b>65357</b>	<b>216337</b>	<b>36.06</b>	<b>164905</b>	<b>51432</b>	<b>216337</b>	<b>36.06</b>	<b>0</b>
<b>C. Shares held by Custodian for GDRs &amp; ADRs</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>Grand Total (A+B+C)</b>	<b>398702</b>	<b>201273</b>	<b>599975</b>	<b>100</b>	<b>416652</b>	<b>183223</b>	<b>599975</b>	<b>100</b>	<b>0</b>

**B. Shareholding of Promoter**

SN	Shareholder's 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.	Mr. Jasmohan Singh	218210	36.37	0	218210	36.37	0	0
2.	Dr. J. B. Singh *	120001	20.00	0	120001	20.00	0	0
3.	M S KoldHold Industries P. Ltd.	11865	1.98	0	11865	1.98	0	0
4.	Mr. Gurmohan Singh	2801	0.47	0	2801	0.47	0	0
5.	Ms. Gurleen Kaur	3300	0.55	0	3300	0.55	0	0
6.	Ms. Jasleen Kaur	9835	1.64	0	9835	1.64	0	0
7.	Smt. Lali Sarabjit Singh	3551	0.59	0	3551	0.59	0	0
8.	Mr. Jagmit Singh	4650	0.78	0	4675	0.78	0	0
9.	Mr. Gurmit Singh	5375	0.90	0	5375	0.90	0	0
10.	Ms. Sonu Singh	4050	0.68	0	4025	0.67	0	0
	<b>TOTAL</b>	<b>383638</b>	<b>63.94</b>	<b>0</b>	<b>383638</b>	<b>63.94</b>	<b>0</b>	<b>0</b>

\*Mr. Jasmohan Singh, jointly holds 120,001 Equity Shares for himself along with Mr. Gurmohan Singh, Ms. Jasleen Kaur and Ms. Gurleen Kaur. Mr. Jasmohan Singh individually holds 8,500 Equity Shares as on March 31, 2019

**C. Change in Promoters' Shareholding (please specify, if there is no change)**

SN.	Particulars	Share Holding at the beginning of the Year		Cumulative Shareholding during the year 2018-19	
		No. of Shares	% of Total shares of the company	No. of Shares	% of total Shares of the Company
	At the beginning of the year	383638	63.94%	383638	63.94%
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	0	0	0	
	At the end of the year	383638	63.94%	383638	63.94%

**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	<b>(Mr. Mahendra Girdharilal)</b>				
	At the beginning of the year	32364	5.39%	32364	5.39%
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	0	0	0	
	At the end of the year	32364	5.39%	32364	5.39%

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
2	<b>(New India Assurance Company Ltd.)</b>				
	At the beginning of the year	24000	4.00%	24000	4.00%
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	0	0	0	
	At the end of the year	24000	4.00%	24000	4.00%

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
3	<b>(Mr. Rajendra Dorian Punj)</b>				
	At the beginning of the year	0	0	8275	1.38%
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	8275	1.38%		
	At the end of the year	8275	1.38%	8275	1.38%

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
4	<b>(Mr. Lalit Bhasin)</b>				
	At the beginning of the year	3575	0.60%	3575	0.60%
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	0	0	0	
	At the end of the year	3575	0.60%	3575	0.60%

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
5.	<b>(Mr. Pauruchisti C. Katrak )</b>				
	At the beginning of the year	3000	0.50%	3000	0.50%
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	0	0	0	
	At the end of the year	3000	0.50%	3000	0.50%

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
6.	<b>(Ms. Sunita Subderdas Damani )</b>				
	At the beginning of the year	39	0.01%	2950	0.49%
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	2911	0.48%	0	0
	At the end of the year	2950	0.49%	2950	0.49%

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
7.	<b>(The Property Company Pvt. Ltd.)</b>				
	At the beginning of the year	2910	0.49%	2910	0.49%
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	0	0	0	
	At the end of the year	2910	0.49%	2910	0.49%

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
8.	<b>(United India Insurance Co. Ltd. )</b>				
	At the beginning of the year	2550	0.43%	2550	0.43%
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	0	0	0	
	At the end of the year	2550	0.43%	2550	0.43%

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
9.	<b>(Globe Fincap Limited .))</b>				
	At the beginning of the year	0	0	2530	0.42%
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	2530	0.42%	0	0
	At the end of the year	2530	0.42%	2530	0.42%

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
10.	<b>(National insurance Co. Limited)</b>				
	At the beginning of the year	1950	0.33%	1950	0.33%
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	0	0	0	
	At the end of the year	1950	0.33%	1950	0.33%

## E) Shareholding of Directors and Key Managerial Personnel:

SN	Shareholding of each Directors and each Key Managerial Personnel (Mr. Jasmohan Singh)	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	Mr. Jasmohan Singh, jointly holding 120,001 Equity Shares for himself along with Mr. Gurmohan Singh, Ms. Jasleen Kaur and Ms. Gurleen Kaur. Mr. Jasmohan Singh individually holds 8,500 Equity Shares as on March 31, 2018 as well as on March 31, 2019.				
	At the beginning of the year	218210	36.37%	218210	36.37%
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.): 87709 equity shares were tranmitted jointly in favour of Mr. Jasmohan Singh, Mr. Gurmohan Singh, Mrs. Jasleen Kaur , Mrs. Gurleen Kaur consequent to the demise of their beloved mother Late Smt. Pamela Manmohan Singh	0	0.00%	0	0%
	At the end of the year	218210	36.37%	218210	36.37%

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
2.	Ms. Jasleen Kaur Gurmeet Singh Dhody, (Non- Executive Director)				
	At the beginning of the year	9835	1.64%	9835	1.64%
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	0	0	0	0
	At the end of the year	9835	1.64%	9835	1.64%
3.	(Ms. Gurleen Kaur, Non-Executive Director)				
	At the beginning of the year	3300	0.55%	3300	0.55%
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	0	0	0	0
	At the end of the year	3300	0.55%	3300	0.55%
4.	(Mr. Ramesh Chandra Jain, Independent Director)				
	At the beginning of the year	0	0.00%	0	0.00%
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	0	0	0	0
	At the end of the year	0	0.00%	0	0.00%
5.	(Mr. Mahendra Kumar Doogar, Independent Director)				
	At the beginning of the year	0	0.00%	0	0.00%
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	0	0	0	0
	At the end of the year	0	0.00%	0	0.00%

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
6.	(Mr. Divaker Jagga) -				
	At the beginning of the year	0	0.00%	0	0.00%
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	0	0	0	0
	At the end of the year	0	0.00%	0	0.00%

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
7.	(Mr. Sharad Bhatnagar), Director - Finance & Taxation and CFO)				
	At the beginning of the year	0	0.00%	0	0.00%
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	0	0	0	0
	At the end of the year	0	0.00%	0	0.00%

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
8.	(Mr. Girish Kumar Gakhar, Company Secretary)				
	At the beginning of the year	0	0.00%	0	0.00%
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	0	0	0	0
	At the end of the year	0	0.00%	0	0.00%



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

				Rs. in Lakhs
Indebtedness at the beginning of the Financial Year 2018-19	Secured Loan Excluding Deposits	Unsecured Loan	Deposits	Total Indebtedness
i) Principal Amount	47.13	0	0	47.13
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
<b>Total (i+ii+iii)</b>	47.13	0	0	47.13
<b>Change in Indebtedness during the financial year</b>				
* Addition	5.74	0	0	5.74
* Reduction	0.00	0	0	0.00
<b>Net Change</b>	5.74	0	0	5.74
<b>Indebtedness at the end of the financial year 2018-19</b>				
i) Principal Amount	52.87	0	0	52.87
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
<b>Total (i+ii+iii)</b>	52.87	0	0	52.87

## VI. 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 (In Lakhs)
	Mr. Jasmohan Singh, Managing Director		
1.	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	129.20	129.20
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	7.20	7.20
	(c) Profits in lieu of salary under section 17(3) of the Income- tax Act, 1961	0	0
2.	Stock Option	0	0
3.	Sweat Equity	0	0
4.	Commission - as % of profit - others, specify...	0	0
5.	Others, please specify	0	0
	<b>Total (A)</b>	<b>136.40</b>	<b>136.40</b>

The provident Fund of Rs. 6.91 Lakhs and remuneration of Rs. 136.40 Lakhs aggregates to Rs. 143.31 Lakhs

**B. Remuneration to other Directors**

SN	Particular of Remuneration	Name of the Independent Directors			Total Amount (Rs. in Lakhs)
		Mr. Ramesh Chandra Jain	Mr. Mahendra Kumar Doogar	Mr. Divakar Jagga	
1	<b>Independent Directors</b>				
	Fee for attending board committee meetings	3,99996	3,77774	3,77774	11,55544
	Commission	0	0	0	0
	Other Please Specify	0	0	0	0
	Total (1)	3,99996	3,77774	3,77774	11,55544
2	<b>Non-Executive Directors</b>				
	Fee for attending board committee meetings	0	0	0	0
	Commission	0	0	0	0
	Other Please Specify	0	0	0	0
	Total (2)	0	0	0	0
	<b>Total (B)= (1 +2) Total Managerial Remuneration (Rs. in Lakhs)</b>	3,99996	3,77774	3,77774	11,55544
Overall Ceiling as per the Companies Act, 2013: Rs. 1.00 Lakh sitting fees to a Director per meeting of the Board or Committee					

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

Rs. in Lakhs

SN	Particular of Remuneration	Key Managerial Personnel			TOTAL
		CEO	CS*	CFO**	
1	Gross salary				
	(a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	0	6.83	45.99	<b>52.82</b>
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	0	0	1.70	1.70
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	0	0	0	0
2.	Stock Option	0	0	0	0
3.	Sweat Equity	0	0	0	0
4.	Commission	0	0	0	0
	- as % of profit	0	0	0	0
	- others, specify...	0	0	0	0
5.	Others, please specify	0	0	0	0
	<b>Total</b>	<b>0</b>	<b>6.83</b>	<b>47.69</b>	<b>54.52</b>

\* The PF of 0.23 Lakhs and salary of Rs. 6.83 lakhs aggregates to 7.06 lakhs.

\*\* The PF of 3.89 Lakhs and salary of Rs. 47.69 lakhs aggregates to 51.58 lakhs.