

Form No. MGT - 9**EXTRACT OF ANNUAL RETURN AS ON 31st MARCH, 2020**

[Pursuant to Section 92(3) of the Companies Act, 2013 read with Rule 12(1) of the Companies (Management and Administration) Rules, 2014 (as amended)]

I. REGISTRATION AND OTHER DETAILS:

i	CIN	L27100MH1984PLC034003
ii	Registration Date	12 th September, 1984
iii	Name of the Company	Sunflag Iron and Steel Company Limited
iv	Category / Sub-Category of the Company	Public Limited (Listed) Company having Share Capital, Company Limited by Shares, Indian Non-Government Company
v	Address of the Registered Office and Contact Details	33, Mount Road, Sadar, Nagpur – 440001, MH, IN Tel. No. : +91 712 2524661 Fax No. : +91 712 2520360 e-mail id: investor@sunflagsteel.com Website: www.sunflagsteel.com
vi	Whether Listed Company - Yes / No	Yes (BSE & NSE)
vii	Name, Address and Contact Details of Registrar and Transfer Agent, if any	M/s. Bigshare Services Private Limited 1 st Floor, Bharat Tin Works Building, Opp. Vasant Oasis Apartment (Next to Keys Hotel), Marol-Maroshi Road, Andheri (East), Mumbai – 400059, MH, IN Tel. No. : +91 22 62638200 (100 lines) Fax No. : +91 22 2847 5207 e-mail id: investor@bigshareonline.com Website: www.bigshareonline.com

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 and Description of Main Products / Services	NIC Code of the Product/ Service	% to Total Turnover of the Company
1	Steel & Steel Products (Rolled Products)	2410	94.30%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -

Sr. No.	Name and address of the Company	CIN/GLN	Holding / Subsidiary / Associate	% of Shares held	Applicable Section
1	Sunflag Power Limited B-203, Mount View Apartment, Near Ansal Green Valley Bhagirathipuram, Jakhan, Rajpur Road, Dehradun – 248001, UR, IN	U31200UR2003PLC027802	Wholly Owned Subsidiary	100.00	2(87)
2	Khappa Coal Company Private Limited 33, Mount Road, Sadar, Nagpur – 440001, MH, IN	U10100MH2009PTC191907	Subsidiary & Joint Venture Company	63.27	2(87)

c) Bodies Corporate	-	65253582	65253582	36.2078	-	65253582	65253582	36.2078	No Change
d) Banks / FI	-	-	-	-	-	-	-	-	-
e) Any Other	-	-	-	-	-	-	-	-	-
Sub-total (A) (2)	13217398	65253582	78470980	43.5419	15745629	65253582	80999211	44.9447	1.4028
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	23350963	65253582	88604545	49.1648	25879194	65253582	91132776	50.5676	1.4028
B. Public Shareholding									
1. Institutions	-	-	-	-	-	-	-	-	-
a) Mutual Funds	-	35200	35200	0.0195	-	35600	35600	0.0198	0.0003
b) Banks / FI	191495	41700	233195	0.1294	140502	41600	182102	0.1010	-0.0284
c) Central Govt.	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	400	400	0.0002	-	-	-	-	-0.0002
g) FIIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others : Foreign Portfolio Investors	388509	-	388509	0.2156	38625	-	38625	0.0214	-0.1942
Sub-total (B)(1)	580004	77300	657304	0.3647	179127	77200	256327	0.1422	-0.2225
2. Non-Institutions									
a) Bodies Corporate	-	-	-	-	-	-	-	-	-
i) Indian	5556700	37160	5593860	3.1039	2440539	30505	2471044	1.3711	-1.7328
ii) Overseas	18021945	-	18021945	10.000	18021945	-	18021945	10.000	No Change
b) Individuals									
i) Individual Shareholders holding Nominal Share Capital up to ` 2 Lakhs	22868389	3916370	26784759	14.8623	21529557	3643237	25172794	13.9680	-0.8944
ii) Individual Shareholders holding Nominal Share Capital in excess of ` 2 Lakhs	35477661	33300	35510961	19.7043	34629219	33300	34662519	19.2335	-0.4708

c) Others (specify) (NRIs, Trust, Clearing Members/Corp./ Director/NBFC/ HUF)	1948048	6552	1954600	1.0846	5346881	6427	5353308	2.9704	1.8858
d) IEPF Authority - MCA	3091474	-	3091474	1.7154	3148735	-	3148735	1.7472	0.0318
Sub-total (B)(2)	86964217	3993382	90957599	50.4704	85116876	3713469	88830345	49.2902	-1.1804
Total Public Shareholding (B) = (B)(1) + (B)(2)	87544221	4070682	91614903	50.8352	85296003	3790669	89086672	49.4324	-1.4029
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	110895184	69324264	180219448	100.000	111175197	69044251	180219448	100.000	-

(ii) Shareholding of Promoters (including Promoters Group):

Sr. 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	Sunflag Limited, Channel Islands, UK	65253582	36.2078	-	65253582	36.2078	-	No Change
2	Suhrit Bhardwaj	13217398	7.3341	-	13217398	7.3341	-	No Change
3	Supra Corporation Limited	8521425	4.7284	-	8521425	4.7284	-	No Change
4	Pranav Bhardwaj	1612140	0.8945	-	1612140	0.8945	-	No Change
5	Veena Bhardwaj	-	-	-	2528231	1.4029	-	1.4029
	Total	88604545	49.1648	-	91132776	50.5677	-	1.4029

(iii) Change in Promoters' Shareholding (please specify, if there is no change):

Sr. No.	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
1.	Mrs. Veena Bhardwaj				
	At the beginning of the year	-	-	-	-
	Acquisition of Shares by Open Market Purchase:-				
	18 th November, 2019	1593657	0.8843	1593657	0.8843
	23 rd March, 2020	934574	0.5186	2528231	1.4029
	At the End of the year			2528231	1.4029

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

Sr. No.	Names of the Top 10 Shareholders	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	No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of the Company
1	Daido Steel Co. Ltd., Japan	18021945	10.00	18021945	10.00	–	–
2	Dhirendra Bhupendra Sanghavi	6624145	3.68	12725612	7.06	6101467	3.38
3	Kanwaljit Singh Bakshi	4150000	2.30	4150000	2.30	–	–
4	Bhupendra G Sanghavi	5084682	2.82	3664682	2.03	(1420000)	(0.79)
5	Investor Education and Protection Fund (IEPF) Authority	3091474	1.72	3148735	1.75	57261	0.03
6	Bhavini D Sanghavi	1400000	0.78	2354000	1.31	954000	0.53
7	Dhirajlal V Shah	762880	0.42	1087787	0.60	324907	0.18
8	Anuj Shantilal Badjate	-	-	1062050	0.59	1062050	0.59
9	Sharekhan BNP Paribas Financial Services Ltd.	312260	0.17	629369	0.35	317109	0.18
10	Ajay Upadhyaya	580000	0.32	600000	0.33	20000	0.01
TOTAL		40027386	22.21	47444180	26.33	7416794	4.12

(v) Shareholding of Directors and Key Managerial Personnel & their Relatives:

Sr. No.	Name of the Director/s, KMP/s and their Relatives	Shareholding at the beginning of the year		Shareholding at the end of the year	
		No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of the Company
1	Mr Pranav Bhardwaj, Managing Director	1612140	0.8945	1612140	0.8945
2	Mr. Suhrit Ravi Bhushan Bhardwaj, Director	13217398	7.3341	13217398	7.3341
3	Mrs. Veena Bhardwaj [PAC - Promoter & Promoter Group, Wife of Mr. Ravi Bhushan Bhardwaj, Non-executive Chairman as well as Mother of Mr. Pranav Bhardwaj, Managing Director and Mr. Suhrit Bhardwaj, Non-executive Director]	-	-	2528231	1.4029
4	Dr. E.R.C. Shekar, Independent Director	2000	0.0011	2000	0.0011
5	Mr. Anand S. Kapre, Additional Director (Category – Non-executive, Independent)	8500	0.0047	8500	0.0047
6	Mr. S. Mahadevan	800	0.0004	800	0.0004
7	Mr. Charanjiv Dhawan, Relative of Mr. Sajiv Dhawan, Director (Category – Non-executive, Independent)	212512	0.118	212512	0.118
8	Mr. Jagdish Chamanlal Seth, Relative to Mrs. Vinita Bahri, Additional Director (Category – Non-executive, Independent)	10000	0.0055	10000	0.0055

9	Itisha Kapil Bahri, Relative to Mrs. Vinita Bahri, Additional Director (Category – Non-executive, Independent)	3495	0.0019	3495	0.0019
10	Kapil Sadanand Bahri, Relative to Mrs. Vinita Bahri, Additional Director (Category – Non-executive, Independent)	1200	0.0007	1200	0.0007
TOTAL		15068045	8.3609	17596276	9.7638

Note: Either Other Director/s of the Company or their Relatives do not hold any Equity Shares in the Capital of the Company during the year under review.

V. INDEBTEDNESS AS ON 31ST MARCH, 2020

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

	Secured Loans excluding deposits (₹)	Unsecured Loans (₹)	Deposits (₹)	Total Indebtedness (₹)
Indebtedness at the beginning of the financial year				
(i) Principal Amount	246,64,27,729	40,40,26,020	-	287,04,53,749
(ii) Interest due but not paid	-	-	-	-
(iii) Interest accrued but not due	41,92,211	-	-	41,92,211
Total (i+ii+iii)	247,06,19,940	40,40,26,020	-	287,46,45,960
Change in Indebtedness during the financial year				
(i) Addition	1,24,54,39,122	1,71,46,190	-	1,26,25,85,312
(ii) Reduction	-1,19,47,25,284	-8,60,09,882	-	-1,28,07,35,166
Net Change	5,07,13,838	-6,88,63,692	-	-1,81,49,854
Indebtedness at the end of the financial year				
(i) Principal Amount	2,51,21,84,471	33,51,62,328	-	2,84,73,46,799
(ii) Interest due but not paid	-	-	-	-
(iii) Interest accrued but not due	91,49,307	-	-	91,49,307
Total (i+ii+iii)	2,52,13,33,778	33,51,62,328	-	2,85,64,96,106

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

(Amount in ₹)

Sr. No.	Particulars of Remuneration	Name of MD/WTD/Manager				Total Amount
		Mr. Pranav Bhardwaj - Managing Director	Mr. Surendra Kumar Gupta - Dy. Managing Director	CA R. Muralidhar - Executive Director (Finance) [& CFO up to 30.09.2019]	Mr. Ramchandra Vasant Dalvi - Executive Director (Works)	
1	Gross Salary					
	(a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	1,32,99,521	1,00,84,267	80,90,200	71,84,600	3,86,58,588
	(b) Value of Perquisites U/s 17(2) of Income-tax Act, 1961	26,72,346	7,83,407	11,86,800	3,00,000	49,42,553
	(c) Profits in lieu of Salary Under Section 17(3) of Income-tax Act, 1961	-	-	-	-	-
2	Stock Option	-	-	-	-	-
3	Sweat Equity	-	-	-	-	-
4	Commission:	-	-	-	-	-
	- as % of profit	2,08,14,562	-	-	-	2,08,14,562
	- others, specify	-	-	-	-	-
5	Others, please specify	-	-	-	-	-
	GRAND TOTAL	3,67,86,429	1,08,67,674	92,77,000	74,84,600	6,44,15,703
	Ceiling as per the Act	Overall Total Remuneration including Salary, Benefits, Perquisites and Commission @ 10% of the Net Profits calculated as per Section 198 of the Companies Act, 2013 amounting to ₹ 10,40,72,810/-				

B. Remuneration to other Directors:

(Amount in ₹)

Sl. No	Particulars of Remuneration	Name of Directors									Total Amount
		Dr. E. R. C. Shekar	Mr. S. Gajendran	CA Jayesh Parmar	Mr. K. J. Singh	Mrs. Neelam Kothari	Mr. Rooshad R. Patel	Mr. Sajiv Dhawan	Mr. Anand S. Kapre	Mrs. Vinita Bahri	
1	Independent Directors										
	1. Fee for attending Board / Committee Meetings	252000	29000	65000	203000	132000	66000	45000	60000	15000	867000
	2. Commission	220000	58306	108197	220000	220000	154481	140055	84754	11421	1217214
	3. Others, please specify	-	-	-	-	-	-	-	-	-	-
	Total (1)	472000	87306	173197	423000	352000	220481	185055	144754	26421	2084214
2	Other Non-Executive Directors	Mr. Ravi Bhushan Bhardwaj	Mr. Suhrit Bhardwaj								
	1. Fee for attending Board / Committee Meetings	-	-								
	2. Commission	5099568	-								5099568
	3. Others, please specify	-	-								
	Total (2)	5099568	-								5099568
	Total Remuneration paid to Non-Executive Directors (including sitting fees)										7183782
	Total Remuneration paid to Non-Executive Directors (excluding sitting fees)										6316782
	Overall Ceiling as per the Act :	In addition to Sitting Fees paid or payable for attending Board and its Committee Meeting/s @1 % of the Net Profit calculated as per section 198 of the Companies Act, 2013 amount to ₹ 1,04,07,281/-									

C. Remuneration to Key Managerial Personnel (KMP) other than MD/Manager/WTD:

Sr. No.	Particulars of Remuneration	CS Ashutosh Mishra Company Secretary	Mr. S. Mahadevan Chief Financial Officer (CFO) (w.e.f. 01 st October, 2019)	Total Amount (In ₹)
	Gross Salary			
	(a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	25,27,442	15,48,761	40,76,203

Sr. No.	Particulars of Remuneration	CS Ashutosh Mishra Company Secretary	Mr. S. Mahadevan Chief Financial Officer (CFO) (w.e.f. 01 st October, 2019)	Total Amount (In ₹)
	(b) Value of Perquisites U/s 17(2) of Income-tax Act, 1961	4,71,537	4,52,322	9,23,859
	(c) Profits in lieu of Salary Under Section 17(3) of Income-tax Act, 1961	-	-	-
	Stock Option	-	-	-
	Sweat Equity	-	-	-
	Commission	-	-	-
	- as % of profit	-	-	-
	- others, specify	-	-	-
	Others, please specify	-	-	-
	TOTAL	29,98,979	20,01,083	50,00,062

VII. Penalties / Punishments/ Compounding of offences: ---- NIL ----

Type	Section of the Companies Act, 2013	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT / Court]	Appeal made, if any (give Details)
A. COMPANY					
Penalty					
Punishment		NIL			
Compounding					
B. DIRECTORS					
Penalty					
Punishment		NIL			
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment		NIL			
Compounding					

For and on behalf of the Board

Nagpur
13th August, 2020

Pranav Bhardwaj
Managing Director
DIN : 00054805

Surendra Kumar Gupta
Deputy Managing Director
DIN : 00054836