

**Form No. MGT-9**

**Extract of Annual Return**

**as on Financial Year ended on 31.03.2020**

**Of**

**ICL Fincorp Limited**

[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	U65191TN1991PLC021815
ii)	Registration Date [DDMMYY]	09.12.1991
iii)	Name of the Company	ICL Fincorp Limited
iv)	Category/ Sub-category of the Company	Public Company Limited by Shares NBFC
v)	Address of the Registered office & contact details	No.61/1, VGP Complex, First Avenue, Ashok Nagar Chennai, Tamil Nadu – 600083 Ph: 0480-2828071 E- mail: ceo@iclfincorp.com Website: www.iclfincorp.com
vi)	Whether Listed Company	No
vii)	Name, Address & contact details of the Registrar & Transfer Agent, if any	Cameo Corporate Services Limited "Subramanian Building", #1, Club House Road, Chennai, Tamil Nadu - 600 002 Ph: 044-28460390 E- mail: cameo@cameoindia.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
01.	Providing Non-Banking Financial Services	64990	100

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

Sl. No.	Name & Address of the Company	CIN/ GLN	Holding/ Subsidiary/ Associate	% of Share Held	Applicable Section
01.	Salem Erode Investments Limited  14 Motilal Nehru Road, Kolkata, West Bengal - 700029	L31200WB1931PLC007116	Subsidiary Company	76.03	2(87)

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

#### i) Category-wise Shareholding

Category of Shareholders	No. of Shares held at the beginning of the year [As on 31.03.2019]				No. of Shares held at the end of the year [As on 31.03.2020]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoter s</b>									
<b>(1) Indian</b>									
Individual/ HUF	15084887	83999	15168886	42.21	16996432	-	16996432	38.34	(3.87)
Central Govt.	-	-	-	-	-	-	-	-	-
State Govt.(s)	-	-	-	-	-	-	-	-	-
Bodies Corp.	-	-	-	-	-	-	-	-	-
Banks / FI	-	-	-	-	-	-	-	-	-
Any other	-	-	-	-	-	-	-	-	-
<b>Total shareholding of Promoter (A)</b>	<b>15084887</b>	<b>83999</b>	<b>15168886</b>	<b>42.21</b>	<b>16996432</b>	<b>-</b>	<b>16996432</b>	<b>38.34</b>	<b>(3.87)</b>

(2) Foreign									
NRI	-	-	-	-	-	-	-	-	-
Other – Individuals	-	-	-	-	-	-	-	-	-
Bodies Corp.	-	-	-	-	-	-	-	-	-
Banks / FI	-	-	-	-	-	-	-	-	-
Any Other	-	-	-	-	-	-	-	-	-
<b>Sub -total (A) (2)</b>	-	-	-	-	-	-	-	-	-
<b>Total shareholding of Promoter (A) = (A)(1)+(A)( 2)</b>	<b>15084887</b>	<b>83999</b>	<b>15168886</b>	<b>42.21</b>	<b>16996432</b>	<b>-</b>	<b>16996432</b>	<b>38.34</b>	<b>(3.87)</b>
<b>B. Public Shareholding</b>									
<b>1. Institutions</b>	-	-	-	-	-	-	-	-	-
Mutual Funds	-	-	-	-	-	-	-	-	-
Banks / FI	-	-	-	-	-	-	-	-	-
Central Govt.	-	--	-	-	-	--	-	-	-
State Govt.(s)	-	-	-	-	-	-	-	-	-
Venture Capital Funds	-	-	-	-	-	-	-	-	-
Insurance Companies	-	-	-	-	-	-	-	-	-
FIIIs	-	--	-	-	-	--	-	-	-
Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
Others (specify)	346193	20417845	20764038	57.78	-	-	-	-	-
<b>Sub-total (B)(1):-</b>	<b>346193</b>	<b>20417845</b>	<b>20764038</b>	<b>57.78</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>2. Non- Institutions</b>									
Bodies Corp.	-	-	-	-	-	30000	30000	0.07	-
Indian	-	-	-	-	-	-	-	-	-
Overseas	-	-	-	-	-	-	-	-	-
Individuals	-	--	-	-	-	--	-	-	-

Individual shareholders holding nominal share capital upto Rs. 1 lakh	-	-	-	-	7261838	6027405	13289243	29.97	-
Individual shareholders holding nominal share capital in excess of Rs 1 lakh	-	-	-	-	8435327	4947150	13382477	30.18	-
Others (specify)	-	-	-	-	-	-	-	-	-
Non Resident Indians	-	-	-	-	629000	7800	636800	1.44	-
Overseas Corporate Bodies	-	--	-	-	-	--	-	-	-
Foreign Nationals	-	-	-	-	-	-	-	-	-
Clearing Members	-	-	-	-	-	-	-	-	-
Trusts	-	-	-	-	-	-	-	-	-
Foreign Bodies - D R	-	--	-	-	-	--	-	-	-
<b>Sub-total (B)(2):-</b>	-	-	-	-	-	-	-	-	-
Total Public Shareholding (B)=(B)(1)+ (B)(2)	<b>346193</b>	<b>20417845</b>	<b>20764038</b>	<b>57.78</b>	<b>16326165</b>	<b>10982355</b>	<b>27338520</b>	<b>61.66</b>	<b>3.87</b>
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	-	-	-	-	-	-	-	-	-
<b>Grand Total (A+B+C)</b>	<b>15431080</b>	<b>20501844</b>	<b>35932924</b>	<b>100</b>	<b>33322597</b>	<b>11012355</b>	<b>44334952</b>	<b>100</b>	<b>-</b>

ii) 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	
01.	K.G. Anilkumar	11072950	30.81	Nil	12875300	29.04	Nil	(1.77%)
02.	Umadevi Anilkumar	3849799	10.71	Nil	4099799	9.25	Nil	(1.46%)
03.	K.K.Wilson	21333	0.06	Nil	21333	0.05	Nil	Nil

iii) Change in Promoters' Shareholding

Sl. No.		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
<b>01.</b>	<b>K. G. Anilkumar</b>				
	At the beginning of the year	11072950	30.82		
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment /transfer / bonus/ sweat equity etc):				
	Increase of 2000 shares on 15.10.2019 by way of transfer				
	Increase of 2000 shares on 16.10.2019 by way of transfer				
	Increase of 1000 shares on 11.11.2019 by way of transfer				
	Increase of 5000 shares on 12.11.2019 by way of transfer				
	Increase of 1715500 shares on 18.12.2019 by way of Right issue				
	Increase of 48750 shares on 18.12.2019 by way of Right issue				
	Increase of 2500 shares on 23.01.2020 by way of transfer				
	Increase of 10600 shares on 04.02.2020 by way of transfer				

	Increase of 15000 shares on 05.02.2020 by way of transfer				
	At the end of the year			12875300	29.04
<b>02.</b>	<b>Umadevi Anilkumar</b>				
	At the beginning of the year	3849799	10.71		
	Increase of 250000 shares on 18.12.2019 by way of Right Issue				
	At the end of the year			4099799	9.25
<b>03.</b>	<b>K.K. Wilson</b>				
	At the beginning of the year	21333	0.06		
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):				
	At the end of the year			21333	0.05

**iv) Shareholding Pattern of top ten Shareholders:**

(Other than Directors, Promoters and Holders of GDRs and ADRs):

Sl. No.	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
<b>01.</b>	<b>K. K.Rajan</b>				
	At the beginning of the year	225001	0.63		

	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):				
	Increase of 50000 shares on 18.12.2019 by way of Right issue				
	At the end of the year			275001	0.62
<b>02.</b>	<b>Gopinathan A. K.</b>				
	At the beginning of the year	200000	0.56		
	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):				
	Increase of 10000 shares on 18.12.2019 by way of Right issue				
	At the end of the year			210000	0.47
<b>03.</b>	<b>Swaminadhan K. J.</b>	0	0.00		
	At the beginning of the year	0	0		
	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):				
	Increase of 200000 shares on 18.12.2019 by way of Right issue				
	At the end of the year			200000	0.45



<b>04. Jisha Davis</b>					
At the beginning of the year	198000	0.55			
Date wise Increase / Decrease in Promoters 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			198000	0.45	
<b>05. Karthikeyan C. K.</b>					
At the beginning of the year	150000	0.42			
Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):					
At the end of the year			150000	0.34	
<b>06. George Thomas</b>					
At the beginning of the year	0	0.00			
Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):					
Increase of 150000 shares on 18.12.2019 by way of Right issue					
At the end of the year			150000	0.34	

<b>07. Jerry C. Ittoop</b>					
At the beginning of the year	140000	0.39			
Date wise Increase / Decrease in Promoters 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			140000	0.32	
<b>08. Gopinathan T. S.</b>					
At the beginning of the year	138668	0.39			
Date wise Increase / Decrease in Promoters 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			138668	0.31	
<b>09. Thirunilath Vinayakumar</b>					
At the beginning of the year	100000	0.28			
Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):					
Increase of 20000 shares on 18.12.2019 by way of Right issue					
At the end of the year			120000	0.27	

<b>10. Thomas C. I.</b>					
At the beginning of the year		100000	0.28		
Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):					
Increase of 20000 shares on 18.12.2019 by way of Right issue					
At the end of the year				120000	0.27

**v) Shareholding of Directors and Key Managerial Personnel**

Sl. No.	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
01.	<b>K. G. Anilkumar Managing Director</b>				
	At the beginning of the year	11072950	30.82		
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):				
	Increase of 2000 shares on 15.10.2019 by way of transfer				
	Increase of 2000 shares on 16.10.2019 by way of transfer				

	Increase of 1000 shares on 11.11.2019 by way of transfer				
	Increase of 5000 shares on 12.11.2019 by way of transfer				
	Increase of 1715500 shares on 18.12.2019 by way of Right issue				
	Increase of 48750 shares on 18.12.2019 by way of Right issue				
	Increase of 2500 shares on 23.01.2020 by way of transfer				
	Increase of 10600 shares on 04.02.2020 by way of transfer				
	Increase of 15000 shares on 05.02.2020 by way of transfer				
	At the end of the year			12875300	29.04
02.	<b>Umadevi Anilkumar Whole time Director</b>				
	At the beginning of the year	3849799	10.71		
	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):				
	Increase of 250000 shares on 18.12.2019 by way of Right Issue				
	At the end of the year			4099799	9.25
03.	<b>K.K. Wilson Non-Executive Director</b>				
	At the beginning of the year	21333	0.06		
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):				

	At the end of the year			21333	0.05
04.	<b>Sajish E. G. Independent Director</b>				
	At the beginning of the year	1333	0.004		
	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		
	At the end of the year			1333	0.003
05.	<b>Shinto Stanly Independent Director</b>				
	At the beginning of the year	Nil	Nil		
	Date wise Increase / Decrease in Promoters 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			Nil	Nil
06.	<b>Nadarajan Independent Director</b>				
	At the beginning of the year	Nil	Nil		
	Date wise Increase / Decrease in Promoters 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			Nil	Nil
07.	<b>Subramanian R. Chief Financial Officer</b>				
	At the beginning of the year	2000	0.006		

	Date wise Increase / Decrease in Promoters 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			2000	0.005
08.	<b>Karthika P. S. Company Secretary</b>				
	At the beginning of the year	3335	0.009		
	Date wise Increase / Decrease in Promoters 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			3335	0.007

#### V. INDEBTEDNESS

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

	<b>Secured Loans excluding deposits</b>	<b>Unsecured Loans</b>	<b>Deposits</b>	<b>Total Indebtedness</b>
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount	1,44,53,50,268	24,40,12,084	Nil	1,68,93,62,352
ii) Interest due but not paid	52,34,750	9,10,123	Nil	61,44,873
iii) Interest accrued but not due	7,93,31,006	3,45,50,878	Nil	11,38,81,884
<b>Total (i+ii+iii)</b>	<b>1,52,99,16,024</b>	<b>27,94,73,085</b>		<b>1,80,93,89,109</b>
<b>Change in Indebtedness during the financial year</b>				
* Addition	97,41,75,000	39,62,60,000	Nil	1,37,04,35,000
* Reduction	70,96,14,700	2,19,94,896	Nil	73,16,09,597
<b>Net Change</b>	<b>26,45,60,300</b>	<b>37,42,65,104</b>		<b>63,88,25,403</b>

<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	1,70,99,10,568	61,82,77,188	Nil	2,32,81,87,756
ii) Interest due but not paid	97,05,150	36,44,397	Nil	1,33,49,547
iii) Interest accrued but not due	12,84,87,857	5,70,45,778	Nil	18,55,33,635
<b>Total (i+ii+iii)</b>	<b>1,84,81,03,574</b>	<b>67,89,67,363</b>		<b>2,52,70,70,937</b>

**VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-**

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

<b>Sl. No.</b>	<b>Particulars of Remuneration</b>	<b>Name of MD/WTD/ Manager</b>			<b>Total Amount</b>
		K. G. Anilkumar Managing Director	Umadevi Anilkumar Whole time Director	Raghu Mohan N. Whole time Director	
01.	Gross salary	36,00,000	18,00,000	3,61,251	57,61,251
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961				
	(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				
02.	Stock Option				
03.	Sweat Equity				
04.	Commission- as % of profit - others, specify...				
05.	Others, please specify sitting fee				
	Total (A)	<b>36,00,000</b>	<b>18,00,000</b>	<b>3,61,251</b>	<b>57,61,251</b>
	Ceiling as per the Act				

B. Remuneration to other Directors

Sl. No.	Particulars of Remuneration	Name of Directors		Total Amount
01.	Non- Executive Directors	Ramasamy Subramanian	K.K. Wilson	Sudhakaran Polassery
	Fee for attending Board committee meetings	20,000	1,10,000	40,000
	Commission	Nil	Nil	Nil
	Others, please specify	Nil	Nil	Nil
	<b>Total (1)</b>	<b>20,000</b>	<b>1,10,000</b>	<b>40,000</b>

02.	Independent Directors	Sajish E. G.	Nadarajan	Saseendaran Veliyath	Shinto Stanly
	Fee for attending Board committee meetings	1,00,000	90,000	1,00,000	40,000
	Commission	Nil	Nil		Nil
	Others, please specify	Nil	Nil		Nil
	<b>Total (2)</b>	<b>1,00,000</b>	<b>90,000</b>	<b>1,00,000</b>	<b>40,000</b>
	Total (B)=(1+2)	<b>5,00,000</b>			
	Total Managerial Remuneration				
	Overall Ceiling as per the Act				



C. Remuneration to Key Managerial Personnel other than MD/MANAGER/WTD:

Sl.No.	Particulars of Remuneration	Key Managerial Personnel			
		Karthika P.S. CS	*Nandini V. CS	Subramanian R. CFO	Total
01.	Gross salary	239,033	5,61,418	9,30,000	17,30,451
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961				
	(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				
02.	Stock Option				
03.	Sweat Equity				
04.	Commission				
	- as % of profit				
	others, specify...				
05.	Others, please specify				
	<b>Total</b>	<b>239,033</b>	<b>5,61,418</b>	<b>9,30,000</b>	<b>17,30,451</b>

\* Ms. Nandini Vijayaragavan, former Whole Time Company Secretary of the Company, resigned from the said position with effect from 23rd day of October, 2019.

**VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES: Nil**

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

By order of Board,  
**For M/s. ICL Fincorp Limited**

Sd/-  
**K.G. Anilkumar**  
**Managing Director**  
(DIN: 00766739)

Sd/  
**Umadevi Anilkumar**  
**Whole Time Director**  
(DIN: 06434467)

Place: Irinjalakuda  
Date: 27.08.2020