

GOWRA LEASING & FINANCE LIMITED

FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN
As on financial year ended on 31.03.2018

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

I. REGISTRATION & OTHER DETAILS:		
1	CIN	L65910TG1993PLC015349
2	Registration Date	9th February, 1993
3	Name of the Company	GOWRA LEASING & FINANCE LIMITED
4	Category/Sub-category of the Company	Company Limited by Shares Indian Non-Government Company
5	Address of the Registered office & contact details	501, 5th Floor, Gowra Grand, Behind Gowra Plaza, 1-8-384 & 385, S.P. Road, Begumpet, Secunderabad- 500003
6	Whether listed company	Yes
7	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Karvy Computershare Private Limited Unit – Gowra Leasing & Finance Ltd. Karvy Selenium Tower B, Plot No 31 & 32, Gachibowli, Financial District, Nanakramguda, Serilingampally, Hyderabad – 500032 Tel No. 040-44655000, Fax No. 040-23420814 e-mail: einward@karvy.com Website: http://www.karvycomputershare.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)			
S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Financial service activities	64910	58.11%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES					
SN	Name and address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
NIL					

IV. SHARE HOLDING PATTERN									
(Equity share capital breakup as percentage of 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	

A. Promoters									
(1) Indian									
a) Individual/ HUF	12,30,023	23,700	12,53,723	41.79%	12,35,523	22,200	12,57,723	41.92%	0.13%
b) Central Govt									
c) State Govt(s)									
d) Bodies Corp.	5,47,900	-	5,47,900	18.26%	5,48,900	-	5,48,900	18.29%	0.03%
e) Banks / FI									
f) Any other									
Sub Total (A) (1)	17,77,923	23,700	18,01,623	60.05%	17,84,423	22,200	18,06,623	60.21%	0.17%
(2) Foreign									
a) NRI Individuals									
b) Other Individuals									
c) Bodies Corp.									
d) Any other									
Sub Total (A) (2)									
TOTAL (A)	17,77,923	23,700	18,01,623	60.05%	17,84,423	22,200	18,06,623	60.21%	0.17%
B. Public Shareholding									
1. Institutions									
a) Mutual Funds									
b) Banks / FI									
c) Central Govt									
d) State Govt(s)									
e) Venture Capital Funds									
f) Insurance Companies									
g) FIs									
h) Foreign Venture Capital Funds									
i) Others (specify)									
Sub-total (B)(1)-									
2. Non-Institutions									
a) Bodies Corp.									
i) Indian	4,775	100	4,875	0.16%	6362	0	6,362	0.21%	0.05%
ii) Overseas									
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 2 lakh	2,96,342	8,79,515	11,75,857	39.19%	304651	789915	1094566	36.48%	-2.71%
ii) Individual shareholders holding nominal share capital in excess of Rs 2 lakh									
c) Others- IEPF Fund	-	-	-	-	92,749	-	92,749	3.09%	3.09%
Non Resident Indians	45	17,800	17,845	0.59%	-	-	-	-	-0.59%
Overseas Corporate Bodies									
Foreign Nationals									
Clearing Members	100		100	0.00%	0	0	0	0.00%	-100.00%
Trusts									
Foreign Bodies - D R									
Sub-total (B)(2)-	3,01,262	8,97,415	11,98,677	39.95%	4,03,762	7,89,915	11,93,677	39.79%	-0.17%
Total Public (B)	3,01,262	8,97,415	11,98,677	39.95%	4,03,762	7,89,915	11,93,677	39.79%	-0.17%
C. Shares held by Custodian for GDRs & ADRs									
Grand Total (A+B+C)	20,79,185	9,21,115	30,00,300	100.00%	21,88,185	8,12,115	30,00,300	100.00%	0.00%

(ii) Shareholding of Promoter

SN	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	G.L.Prasad, Partner, G.P.C.	4,400	0.15%	0.00%	4,400	0.15%	0.00%	0.00%
2	Gowra Mohan Kumar	4,700	0.16%	0.00%	4,700	0.16%	0.00%	0.00%
3	G S Raja Gopal	77,800	2.59%	0.00%	77,800	2.59%	0.00%	0.00%
4	Ramesh Babu Gowra Subbarayasetty	69,700	2.32%	0.00%	69,700	2.32%	0.00%	0.00%
5	Gowra Ramanjaneyulu	12,700	0.42%	0.00%	12,700	0.42%	0.00%	0.00%
6	Gowra Rajgopal Nirmala	15,000	0.50%	0.00%	15,000	0.50%	0.00%	0.00%
7	Srinivas Gowra	1,27,748	4.26%	0.00%	1,29,748	4.32%	0.00%	1.57%
8	Gowra Sriamulu Rajagopal	15,200	0.51%	0.00%	15,200	0.51%	0.00%	0.00%
9	Ashok Kumar Gowra	3,000	0.10%	0.00%	3,000	0.10%	0.00%	0.00%
10	Arvind Lakshmi Narayana Gowra	69,200	2.31%	0.00%	69,200	2.31%	0.00%	0.00%
11	Subbaraj Srinivas Gowra	49,600	1.65%	0.00%	49,600	1.65%	0.00%	0.00%
12	Surya Prakash Gowra	9,600	0.32%	0.00%	9,600	0.32%	0.00%	0.00%
13	Gowra Radha	7,100	0.24%	0.00%	7,100	0.24%	0.00%	0.00%
14	Nanda Gowra	6,500	0.22%	0.00%	6,500	0.22%	0.00%	0.00%
15	Kanthi Nagarjun Gowra	3,658	0.12%	0.00%	3,658	0.12%	0.00%	0.00%
16	Smitha Shankar	7,500	0.25%	0.00%	7,500	0.25%	0.00%	0.00%
17	Sabitha Srinivas Gowra	67,910	2.26%	0.00%	69,910	2.33%	0.00%	2.95%
18	Lakshmi Narayana Gowra	1,01,100	3.37%	0.00%	1,01,100	3.37%	0.00%	0.00%
19	Gowra Anil Kumar	54,300	1.81%	0.00%	54,300	1.81%	0.00%	0.00%
20	G L Prasad	20,100	0.67%	0.00%	20,100	0.67%	0.00%	0.00%
21	G Roja	42,300	1.41%	0.00%	42,300	1.41%	0.00%	0.00%
22	Gowra Venkata Ratnam	36,600	1.22%	0.00%	36,600	1.22%	0.00%	0.00%
23	Shalini Nagaraj	7,300	0.24%	0.00%	7,300	0.24%	0.00%	0.00%
24	Leelavathamma Ratnam Gowra	9,000	0.30%	0.00%	9,000	0.30%	0.00%	0.00%
25	Rekha Subba Raj Gowra	4,900	0.16%	0.00%	4,900	0.16%	0.00%	0.00%
26	Ramadevi Lakshminarayana Gowra	83,300	2.78%	0.00%	83,300	2.78%	0.00%	0.00%
27	G S Ramesh Babu	50,032	1.67%	0.00%	50,032	1.67%	0.00%	0.00%
28	Soma Sri Harsha	36,300	1.21%	0.00%	36,300	1.21%	0.00%	0.00%
29	Soma Pradyumna	8,500	0.28%	0.00%	8,500	0.28%	0.00%	0.00%
30	Soma Prashant	4,000	0.13%	0.00%	4,000	0.13%	0.00%	0.00%
31	Soma Sudheer	5,500	0.18%	0.00%	5,500	0.18%	0.00%	0.00%
32	Soma Manorama	9,000	0.30%	0.00%	9,000	0.30%	0.00%	0.00%
33	Soma Vijaya Laxmi	13,000	0.43%	0.00%	13,000	0.43%	0.00%	0.00%
34	Soma Ranjini	1,500	0.05%	0.00%	1,500	0.05%	0.00%	0.00%
35	Subbaram Lakshminarayana Gowra	73,800	2.46%	0.00%	73,800	2.46%	0.00%	0.00%
36	Aditya Srinivas Gowra	79,644	2.65%	0.00%	79,644	2.65%	0.00%	0.00%
37	Nagarjuna Srinivas Gowra	46,900	1.56%	0.00%	46,900	1.56%	0.00%	0.00%
38	Soma Dayanand	3,000	0.10%	0.00%	3,000	0.10%	0.00%	0.00%
39	Gowra M Shantha	500	0.02%	0.00%	500	0.02%	0.00%	0.00%
40	Raghunath Vijaya Lakshmi Shamnur	1,500	0.05%	0.00%	1,500	0.05%	0.00%	0.00%
41	Soma Nithya	1,500	0.05%	0.00%	1,500	0.05%	0.00%	0.00%
42	Pallavi Prabhakar	1,500	0.05%	0.00%	1,500	0.05%	0.00%	0.00%
43	S. R. Sripad Raj	2,485	0.08%	0.00%	2,485	0.08%	0.00%	0.00%
44	Kastubha S.R	1,500	0.05%	0.00%	1,500	0.05%	0.00%	0.00%
45	S.R.Srinivas	3,346	0.11%	0.00%	3,346	0.11%	0.00%	0.00%
46	Gowra Petrochem Private Limited	5,47,900	18.26%	0.00%	5,48,900	18.29%	0.00%	0.18%
	Total	18,01,623	60.05%	0.00%	18,06,623	60.21%	0.00%	0.28%

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

SN	Particulars	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
1	Name- Srinivas Gowra						
	At the beginning of the year			1,27,748	4.26%		
	Changes during the year	25-08-2017	Transfer	2,000	0.07%	1,29,748	4.32%
	At the end of the year					1,29,748	4.32%

SN	Particulars	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
2	Name- Sabitha Srinivas Gowra						
	At the beginning of the year			67,910	2.26%		
	Changes during the year	01-09-2017	Transfer	2,000	0.07%	69,910	2.33%
	At the end of the year					69,910	2.33%

SN	Particulars	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
3	Name- Gowra Petrochem Private Limited						
	At the beginning of the year			5,47,900	18.26%		
	Changes during the year	01-09-2017	Transfer	1,000	0.03%	5,48,900	18.29%
	At the end of the year					5,48,900	18.29%

(iv) Shareholding Pattern of top ten Shareholders

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

SN	Name	Shareholding at the beginning of the year		Shareholding during the year	
		No. of shares	% of total shares	No. of shares	% of total shares
1	Investor Education And Protection Fund Authority (Ministry of Corporate affairs)	-	-	92,749	3.09%
2	Venkata Rao Buraqadda	17,100	0.57%	17,100	0.57%
3	Navin Musthiala	15,300	0.51%	15,300	0.51%
4	Gelvi Srinivasa Kalyana Chakravarty	12,977	0.43%	13,577	0.45%
5	Naresh B S	12,000	0.40%	12,000	0.40%
6	M Aravind Babu	12,000	0.40%	12,000	0.40%
7	A Hanumantha Reddy	12,000	0.40%	12,000	0.40%
8	R Meera	11,600	0.39%	11,600	0.39%
9	R Ajay Kumar	11,000	0.37%	11,000	0.37%
10	Pushpa H Rathi	-	-	8,600	0.29%

(v) Shareholding of Directors and Key Managerial Personnel:

SN	Shareholding of each Directors and each Key Managerial Personnel	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
1	Name- Shri. Lakshmi Prasad Gowra						
	At the beginning of the year			20,100	0.67%		
	Changes during the year					No Change	
	At the end of the year					20,100	0.67%
2	Name- Shri. Suresh Dwarkadas						
	At the beginning of the year			-	-		
	Changes during the year					No Change	
	At the end of the year					-	-
3	Name- Shri. Srinivas Gowra						
	At the beginning of the year			1,27,748	4.26%		
	Changes during the year	25-08-2017	Transfer	2,000	0.07%		0.00%
	At the end of the year					1,29,748	4.32%
4	Name- Shri. Lakshminarayana Gowra						
	At the beginning of the year			1,01,100	3.37%		
	Changes during the year					No Change	
	At the end of the year					1,01,100	3.37%
5	Name- Shri. Sudheer Soma						
	At the beginning of the year			5,500	0.18%		
	Changes during the year					No Change	
	At the end of the year					5,500	0.18%
6	Name- Shri. Shankar Tilak						
	At the beginning of the year			-	-		
	Changes during the year					No Change	
	At the end of the year					-	-
7	Name- Smt. Madhumathi Suresh						
	At the beginning of the year			-	-		
	Changes during the year					No Change	
	At the end of the year					-	-
8	Name- Alamuru Venkata Rama Krishna Rao						
	At the beginning of the year			-	-		
	Changes during the year					No Change	
	At the end of the year					-	-
9	Name- Zafar Imam Khan						
	At the beginning of the year			-	-		
	Changes during the year					No Change	
	At the end of the year					-	-

V. INDEBTEDNESS- Nil

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

(Amt. Rs./Lacs)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount				-
ii) Interest due but not paid				-
iii) Interest accrued but not due				-
Total (i+ii+iii)				-
Change in Indebtedness during the financial year				
* Addition				-
* Reduction				-
Net Change				-
Indebtedness at the end of the financial year				
i) Principal Amount				-
ii) Interest due but not paid				-
iii) Interest accrued but not due				-
Total (i+ii+iii)				-

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
	Name	Shri. Gowra Srinivas (Rs.)	(Rs)
	Designation	Managing Director	
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	3,84,000	3,84,000.00
	(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		-
2	Stock Option		-
3	Sweat Equity		-
4	Commission		-
	- as % of profit		-
	- others, specify		-
5	Others, please specify		-
	Total (A)	3,84,000	3,84,000.00
	Ceiling as per the Act	5% of Net profit- Rs. 398,902.70	

B. Remuneration to other Directors Nil

SN.	Particulars of Remuneration	Name of Directors					Total Amount
	Name	Shri. D Suresh	Shri. T Shankar	Shri. T G Surendrana	Shri. J A Mohan Kumar	Smt. Madhumathi Suresh	(Rs)
1	Independent Directors						
	Fee for attending board committee meetings	15,000.00	15,000.00	10,000.00	10,000.00	10,000.00	60,000.00
	Commission						-
	Others, please specify						-
	Total (1)	15,000.00	15,000.00	10,000.00	10,000.00	10,000.00	60,000.00
	Name	Shri. Lakshminarayana Gowra	Shri Soma Sudheer	Shri. Gowra Surya Prakash		Shri. Gowra L Prasad	
2	Other Non-Executive Directors						
	Fee for attending board committee meetings	10,000.00	10,000.00			10,000.00	30,000.00
	Commission						-
	Others, please specify						-
	Total (2)	10,000.00	10,000.00			10,000.00	30,000.00
	Total (B)=(1+2)	25,000.00	25,000.00			20,000.00	90,000.00
	Total Managerial Remuneration						4,74,000.00
	Overall Ceiling as per the Act	11% of Net profit- Rs. 8,77,585.94					

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

SN.	Particulars of Remuneration	Name of Key Managerial Personnel		Total Amount
	Name	A V Rama Krishna Rao	Amita Kamewar/ Zafar Imam Khan	(Rs)
	Designation	Chief Financial Officer	Company Secretary	
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	828750	165758	994508
	(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			-
2	Stock Option			-
3	Sweat Equity			-
4	Commission			-
	- as % of profit			-
	- others, specify			-
5	Others, please specify			-
	Total	828750	165758	9,94,508.00

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)
A. COMPANY					
Penalty					
Punishment					
Compounding					
B. DIRECTORS					
Penalty					
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment					
Compounding					