

**ANNEXURE-V**

**FORM NO. MGT - 9  
EXTRACT OF ANNUAL RETURN  
AS ON THE FINANCIAL YEAR ENDED ON 31.03.2019**

**[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:**

1	CIN	<b>L45200AP1983PLC082576</b>
2	Registration Date	30/08/1983
3	Name of the Company	K&R RAIL ENGINEERING LIMITED ( <i>Formerly known as AXIS RAIL INDIA LIMITED</i> )
4	Category/Sub-Category of the Company	Public Company limited by Shares
5	Address of the Registered office and contact details	12-5-34 & 35/1 Vijapuri, South Lalaguda Secunderabad AP 500017
6	Whether listed company	Yes
7	Name, Address and Contact details of Registrar and Transfer Agent, if any	Beetal Computer & Financial Services Private Limited  Beetal House, 3rd Floor, 99 Madangir, Behind Local Shopping Centre, Near Dada Harsukhdas Mandir, New Delhi, Delhi 110062, Ph: 011 2996 1281

**PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

All the business activities contributing 10% or more of the total Turnover of the Company shall be stated:-

Sr. No.	Name and Description of main products/ services	NIC Code of the Product/ service	% to total turnover of the company
1	Contract of Railway Tracks for Private Sectors		100

**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
			<b>NOT APPLICABLE</b>		

### SHARE HOLDING PATTERN

(Equity Share Capital Breakup as percentage of Total Equity)

#### Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year (As on 1 April 2018)				No. of Shares held at the end of the year (As on 31 March 2019)				% change during The year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A.Promoter									
(1) Indian									
<b>a)Individual/ HUF</b>		5113365	5113365	32.41%	46788 65	434500	5113365	32.41%	0.00%
<b>b)Central Govt</b>		-	-	0.00%		-	-	0.00%	0.00%
<b>c)State Govt(s)</b>		-	-	0.00%		-	-	0.00%	0.00%
<b>d)Bodies Corp</b>		6703515	6703515	42.48%	4548500	2155015	6703515	42.48%	0.00%
<b>e)Banks / FI</b>		-	-	0.00%		-	-	0.00%	0.00%
<b>f)Any Other</b>		-	-	0.00%		-	-	0.00%	0.00%
		11816880	11816880	74.89%	9227365	2589515	11816880	74.89%	0.00%

Sub-total(A)(1):-									
(2)Foreign									
<b>a)NRIs-Individuals</b>		-	-	0.00%		-	-	0.00%	0.00%
<b>b)Other-Individuals</b>		-	-	0.00%		-	-	0.00%	0.00%
<b>c)Bodies Corp.</b>		-	-	0.00%		-	-	0.00%	0.00%
<b>Banks / FI</b>		-	-	0.00%		-	-	0.00%	0.00%
<b>d)Any Other....</b>		-	-	0.00%		-	-	0.00%	0.00%
Sub-total(A)(2):-		-	-	0.00%		-	-	0.00%	0.00%
<b>TOTAL (A)</b>		11816880	11816880	74.89%	9227365	2589515	11816880	74.89%	0.00%
<b>B. Public Shareholding</b>									
<b>1.Institutions</b>									
<b>a)Mutual Funds</b>		-	-	0.00%		-	-	0.00%	0.00%
<b>b)Banks / FI</b>		-	-	0.00%		-	-	0.00%	0.00%
<b>c)Central Govt</b>		-	-	0.00%		-	-	0.00%	0.00%
<b>d)State Govt(s)</b>		-	-	0.00%		-	-	0.00%	0.00%
<b>e)Venture Capital Funds</b>		-	-	0.00%		-	-	0.00%	0.00%
<b>f)Insurance Companies</b>		-	-	0.00%		-	-	0.00%	0.00%

<b>g)FIIs</b>		-	-	0.00%		-	-	0.00%	0.00%
<b>h)Foreign Venture Capital Funds</b>		-	-	0.00%		-	-	0.00%	0.00%
<b>i) Others (specify)</b>		-	-	0.00%		-	-	0.00%	0.00%
Sub- total(B)(1)		-	-	0.00%		-	-	0.00%	0.00%
2. Non Institutions									
<b>A)Bodies Corp.</b>									
<b>(i) Indian</b>	-	27425	27425	0.18%	25	27400	27425	0.18%	0.00%
<b>(ii) Overseas</b>	-	-	0.00%		-	-	0.00%	0.00%	
<b>B)Individuals</b>									
<b>(i) Individual shareholders holding nominal share capital upto Rs. 2 lakh</b>	7450	567925	575375	3.64%	13112	558550	571662	3.62%	0.00%
<b>(ii) Individual shareholders holding nominal share capital in excess of Rs 2 lakh</b>	2800 000	60400	2860400	18.12%	3303700	60400	3364100	21.31%	.1760%

<b>c) Others (Specify)</b>									
<b>Individual HUF</b>	500000	0	500000	3.16%	0	0	0	0	<b>3.16%</b>
<b>NRI Non Repatriable</b>	25	0	25	0.001%	38	0	38	0.001	<b>0.52%</b>
<b>Sub-total(B)(2)</b>	3307475	655750	3963225	25.12%	3316875	646000	3962875	25.12%	<b>(0.59%)</b>
<b>Total Public Shareholding (B)=(B)(1)+(B)(2)</b>	3307475	655750	3963225	25.12%	3316875	646000	3962875	25.12%	<b>(0.59%)</b>
C. Shares held by Custodian for GDRs & ADRs		-	-	0.00%		-	-	0.00%	0.00%
<i>Grand Total (A+B+C)</i>	<b>3307475</b>	<b>12472630</b>	<b>15780105</b>	<b>100</b>	<b>12544240</b>	<b>3235865</b>	<b>15780105</b>	<b>100</b>	

**ii. Shareholding of Promoters**

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.	Ajaz Farooqi	<b>386836</b>	<b>24.51%</b>	-	<b>3868365</b>	<b>24.51%</b>	-	0.00%
2.	Asma Farooqi	<b>124500</b>	<b>7.89%</b>	-	<b>1245000</b>	<b>7.89%</b>	-	0.00%

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

Sr. 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>1.</b>	<b>NAME</b>	<b>Ajaz Farooqi</b>			
	At the beginning of the year	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase/ decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>
	At the End of the year	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>
<b>2.</b>	<b>NAME</b>	<b>Asma Farooqi</b>			
	At the beginning of the year	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>

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	0.00%
At the End of the year	0	0	0	0.00%

**iv. Shareholding of Directors and Key Managerial Personnel:**

Sr. 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
	At the beginning of the year	0	0%	0	0%
	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	0	0

**INDEBTEDNESS**

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				
<b>i) Principal Amount</b>	4,945,862	-	-	4,945,862
<b>ii) Interest due but not paid</b>	-	-	-	-
<b>iii) Interest accrued but not</b>	-	-	-	-

<b>Total (i+ii+iii)</b>	4,945,862	-	-	4,945,862
Change in Indebtedness during the financial year				
<b>- Addition</b>	-	-	-	-
<b>- Reduction</b>	1,756,133	-	-	1,756,133
<b>Net Change</b>	1,756,133	-	-	1,756,133
Indebtedness at the end of the financial year				
<b>i) Principal Amount</b>	3,189,729	-	-	3,189,729
<b>ii) Interest due but not paid</b>	-	-	-	-
<b>iii) Interest accrued but not due</b>	-	-	-	-
<b>Total (i+ii+iii)</b>	3,189,729	-	-	3,189,729

## **II. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

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

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager	Total Amount
<b>1.</b>	Gross salary (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		
<b>2.</b>	Stock Option		
<b>3.</b>	Sweat Equity		
<b>4.</b>	Commission - as % of profit - others specify		
<b>5.</b>	Others, please specify (SITTING FEE PER MEETING)		
<b>6.</b>	Total (A)		
	Ceiling as per the Act		



**B. Remuneration to other directors:**

Sl. No.	Particulars of Remuneration	Name of MD /WTD/ Manager	Total Amount
	<u>Independent Directors</u> · Fee for attending board committee meetings · Commission · Others, please specify	Maniza Khan  Rs. 5000/meeting sitting fees	
	<u>EXECUTIVE DIRECTOR</u>  Fee for attending board committee meetings · Commission · Others, please specify	Venkata Purushotama Rao Koppolu  Rs. 5000/meeting sitting fees	
	Total(1)		
	<u>Other Non-Executive Directors</u> · Fee for attending board committee meetings · Commission · Salary		0
	Total(2)		0
	Total(B)=(1+2)		0
	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			
		CEO	Company Secretary	CFO	Total
1.	Gross salary (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	-	4,80,000/- PA	-	4,80,000/- PA

2.	Stock Option	-	-	-	-
3.	Sweat Equity	-	-	-	-
4.	Commission - as % of profit -others, specify...	-	-	-	-
5.	Others, please specify	-	-	-	-
6.	Total	-	4,80,000/- PA	-	4,80,000/- PA