

FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN
as on financial year ended on 31.03.2020
Pursuant to Section 92(3) of the Companies Act, 2013 and rule 12(1) of
the Companies (Management and Administration) Rules, 2014

I. REGISTRATION & OTHER DETAILS:

i)	CIN	L63090WB1919GOI003229
ii)	Registration Date	26.05.1919
iii)	Name of the Company	Andrew Yule & Company Limited
iv)	Category/Sub-category of the Company	Public Company / Limited by Shares
v)	Address of Registered Office and contact details	"Yule House", 8, Dr. Rajendra Prasad Sarani, Kolkata - 700 001 Tel. : (033) 2242 8210 / 8550; Fax : (033) 2242 9770 E-mail : com.sec@andrewyule.com; Website : www.andrewyule.com
vi)	Whether listed company	Yes
vii)	Name, Address & Contact details of the Registrar & Transfer Agent	M/s. MCS Share Transfer Agent Limited 383, Lake Gardens, 1 st Floor, Kolkata - 700 045 Tel. : (033) 4072 4051/4052/4053 Fax : (033) 4072 4050 Email : mcssta@rediffmail.com; Website : www.mcsregistrars.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)

Division	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
Engineering	Industrial Fans	29199	12.33
	Air Pollution and Water Pollution Control equipments.	-	-
	Tea Machinery Spares	-	-
	Turn-key projects involving the above products.	-	-
Electrical	HT and LT Switchgears	27104	-
	Transformers	27102	17.85
	Relay and Contactors	27104	-
	Turn-key projects and power distribution	2710	-
Tea	Tea growing and manufacturing	01271	68.93

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sl. No.	Name and Address of the Company	CIN/GLN	Holding / Subsidiary / Associate	% of shares held	Applicable Section
1.	Hooghly Printing Co. Ltd. Yule House, 8, Dr. Rajendra Prasad Sarani, Kolkata - 700001	U22219WB1922SGC004390	Wholly Owned Subsidiary Company	100.00	Section 2(87) of the Companies Act, 2013
2.	Yule Engineering Ltd. Yule House, 8, Dr. Rajendra Prasad Sarani, Kolkata - 700001	U29299WB2007PLC118032	Wholly Owned Subsidiary Company	100.00	Section 2(87) of the Companies Act, 2013
3.	Yule Electrical Ltd.	U40101WB2007PLC118031	Wholly Owned	100.00	Section 2(87) of the Companies Act, 2013

g) Fils	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	1	-	1	0.00	1	-	1	0.00	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1)	23226604	18602	23245206	4.75	23226604	18602	23245206	4.75	-
(2) Non Institutions									
a) Bodies Corp.									
i) Indian	2111128	18083	2129211	0.44	1104513	18083	1122596	0.23	(-) 0.21
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs.1 lakh	25586047	549478	26135525	5.34	25255204	476772	25731976	5.26	(-) 0.08
ii) Individual shareholders holding nominal share capital in excess of Rs.1 lakh	1066406	-	1066406	0.22	2414363	62207-	2476570	0.51	0.29
c) Others (Specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(2)	28763581	567561	29331142	6.00	28774080	557062	29331142	6.00	0
Total Public Shareholding (B) (B) = (B)(1) + (B)(2)	51990185	586163	52576348	10.75	52000684	575664	52576348	10.75	0
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	488364815	586163	488950978	100.00	488375314	575664	488950978	100.00	0.00

b. Shareholding of Promoter(s)

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year (As on 01.04.2019)			Shareholding at the end of the year (As on 31.03.2020)			% 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	President of India	436374630	89.25	-	436374630	89.25	-	Nil

c. Change in Promoter's Shareholding (please specify, if there is no change)

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year (As on 01.04.2019)		Cumulative Shareholding during the year (01.04.2019 to 31.03.2020)	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1	President of India	No Change During the Year			

d. Shareholding Pattern of top ten Shareholders:

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

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year (As on 01.04.2019)	Cumulative Shareholding during the year (01.04.2019 to 31.03.2020)
---------	--------------------	---	---

		No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
1.	Bank of Baroda a) At the beginning of the year b) Change During the year c) At the end of the year	12460000 --	2.55 No change during the year --	-- 12460000	-- 2.55
2	Special National Investment Fund a) At the beginning of the year b) Change During the year c) At the end of the year	10765076 --	2.20 No change during the year --	-- 10765076	-- 2.20
3.	Abhinav Vasisht a) At the beginning of the year b) Change During the year c) At the end of the year	448275 --	0.09 No change during the year --	-- 448275	-- 0.09
4.	Himmat Singh a) At the beginning of the year b) Change During the year c) At the end of the year	167000 --	0.03 No change during the year --	-- 167000	-- 0.03
5.	Sunil Bodaram Luthria a) At the beginning of the year b) Change During the year c) At the end of the year	125000 --	0.03 No change during the year --	-- 125000	-- 0.03
6.	Pritesh Kantilal Tank (HUF) a) At the beginning of the year b) Change During the year <u>Date</u> <u>Reason</u> 02.08.19 Purchase 23.08.19 Purchase 30.08.19 Purchase c) At the end of the year	110000 5500 885 615 --	0.02 0.00 0.00 0.00 --	-- 115500 116385 117000 117000	-- 0.02 0.02 0.02 0.02
7.	Philip Samuel a) At the beginning of the year b) Change During the year c) At the end of the year	115000 --	0.02 No change during the year --	-- 115000	-- 0.02
8.	Narpat Singh a) At the beginning of the year b) Change During the year <u>Date</u> <u>Reason</u> 17.05.19 Purchase 15.11.19 Purchase 29.11.19 Purchase c) At the end of the year	101131 5000 2000 3000 --	0.02 0.00 0.00 0.00 --	-- 106131 108131 111131 111131	-- 0.02 0.02 0.02 0.02
9.	Trishla Rakyan a) At the beginning of the year	99285	0.02	--	--

	b) Change During the year					
	<u>Date</u> <u>Reason</u>					
	10.01.20 Purchase	10000	0.01	109285	0.02	
	c) At the end of the year	--	--	109285	0.02	
10.	Khetshi Bhanji Shah					
	a) At the beginning of the year	65000	0.01	--	--	
	b) Change During the year					
	<u>Date</u> <u>Reason</u>					
	30.03.20 Purchase	41000	0.01	106000	0.02	
				106000	0.02	
11.	Motilal Oswal Financial Services Ltd.					
	a) At the beginning of the year	108372	0.02	--	--	
	b) Change During the year					
	<u>Date</u> <u>Reason</u>					
	05.04.19 Purchase	170	0.00	108542	0.02	
	12.04.19 Purchase	195	0.00	108737	0.02	
	26.04.19 Purchase	1055	0.00	109792	0.02	
	03.05.19 Purchase	156	0.00	109948	0.02	
	24.05.19 Sell	100	0.00	109848	0.02	
	31.05.19 Purchase	2	0.00	109850	0.02	
	12.07.19 Purchase	12026	0.00	121876	0.02	
	19.07.19 Purchase	17613	0.00	139489	0.03	
	20.09.19 Sell	14	0.00	139475	0.03	
	30.09.19 Sell	139475	0.03	0	0.00	
	c) At the end of the year	--	--	0	0.00	

e. Shareholding of Directors and Key Managerial Personnel : NONE

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding / accrued but not due for payment (Rs. in lakhs)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	5127.77	--	157.10	5284.87
ii) Interest due but not paid	--	--	--	--
iii) Interest accrued but not due	--	--	--	--
Total (i + ii + iii)	5127.77	--	157.10	5284.87
Change in Indebtedness during the financial year				
* Addition	2927.46	--	42.07	2969.53
* Reduction	--	--	--	--
Net Change	2927.46	--	42.07	2969.53
Indebtedness at the end of the financial year				
i) Principal Amount	8055.23	--	199.17	8254.40
ii) Interest due but not paid	--	--	--	--
iii) Interest accrued but not due	--	--	--	--
Total (i + ii + iii)	8055.23	--	199.17	8254.40

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

(Rs. in lakhs)

Sl. No.	Particulars of Remuneration	Name of MD / WTD / Manager				Total Amount
		Debasis Jana	Sanjoy Bhattacharya	Partha Dasgupta	K. Mohan	
1.	Gross Salary					
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	23.61	20.01	27.00	27.86	98.48
	(b) Value of perquisites u/s.17(2) of the Income-tax Act,1961	3.21	2.13	5.90	3.09	14.33
	(c) Profits in lieu of salary u/s. 17(3) of the Income-tax Act,1961	--	--	--	--	--
2.	Stock Option	--	--	--	--	--
3.	Sweat Equity	--	--	--	--	--
4.	Commission	--	--	--	--	--
5.	Others, please specify	2.83	2.40	2.69	2.69	10.61
	Total (A)	29.65	24.54	35.59	33.64	123.42
	Ceiling as per the Companies Act, 2013					--

B. Remuneration to other Directors:

(Rs. in lakhs)

Sl. No.	Particulars of Remuneration	Name of Directors			Total Amount
		Dhanpat Ram Agarwal (*)	Sudhir Jhunjunwala (*)	Sipra Goon (*)	
1.	Independent Directors				
a.	Fee for attending Board / Committee meetings	0.15	0.03	0.47	0.65
b.	Commission	-	-	-	-
c.	Others, please specify	-	-	-	-
	Total (1)	0.15	0.03	0.47	0.65

* Dr. Dhanpat Ram Agarwal, Shri Sudhir Jhunjunwala and Smt. Sipra Goon ceased to be Directors of the Company w.e.f. 4th July, 2019, 4th July, 2019 and 2nd February, 2020, respectively.

Sl. No.	Particulars of Remuneration	Name of Directors			Total Amount
		Vishwanath Giriraj (*)	Anil Kumar Goyal (*)	Anil Kumar Verma (*)	
1.	Independent Directors				
a.	Fee for attending Board / Committee meetings	0.12	0.12	0.12	0.36
b.	Commission	-	-	-	-
c.	Others, please specify	-	-	-	-
	Total (1)	0.12	0.12	0.12	0.36

* Shri Vishwanath Giriraj, Shri Anil Kumar Goyal and Rear Admiral Anil Kumar Verma appointed as Directors of the Company w.e.f. 28th January, 2020.

(Rs. in lakhs)

Sl. No.	Particulars of Remuneration	Name of Directors			Total Amount
		Arvind Kumar	Pravin L. Agrawal (*)	Amit Varadan (*)	
2.	Other Non-Executive Directors				

a.	Fee for attending Board / Committee meetings	-	-	-	-
b.	Commission	-	-	-	-
c.	Others, please specify	-	-	-	-
	Total (2)	-	-	-	-
	Total (B) = (1 + 2)				1.01
	Total Managerial Remuneration [A + B]				124.43
	Overall Ceiling as per the Companies Act, 2013				--

* Shri Amit Varadan was appointed as Director w.e.f. 4th April, 2019 in place of Shri Pravin L. Agrawal.

** The other non-executive Directors were the nominees of the DHI, hence no fees were paid to them.

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

(Rs. in lakhs)

Sl. No.	Particulars of Remuneration	Debasis Jana (CEO)	Partha Dasgupta (CFO)	Sucharita Das (Company Secretary)	Total Amount
1.	Gross Salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	23.61	27.00	12.05	62.66
	(b) Value of perquisites u/s. 17(2) of the Income-tax Act, 1961	3.21	5.90	0.78	9.89
	(c) Profits in lieu of salary u/s. 17(3) of the Income-tax Act, 1961	--	--	--	--
2.	Stock Option	--	--	--	--
3.	Sweat Equity	--	--	--	--
4.	Commission	--	--	--	--
5.	Others, please specify	2.83	2.69	--	5.52
	Total	29.65	35.59	12.83	78.07

VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES:

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			NONE		
B. DIRECTORS					
Penalty Punishment Compounding			NONE		
C. OTHER OFFICERS IN DEFAULT					
Penalty Punishment Compounding			NONE		

For and on behalf of the Board

Kolkata,
21st October, 2020

Sanjoy Bhattacharya
Chairman & Managing Director