

**FORM NO. MGT-9**  
**EXTRACT OF ANNUAL RETURN**

as on the financial year ended on 31/03/2018

[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	U65999MH1995PLC267097
ii.	Registration Date	14/03/1995
iii.	Name of the Company	StarAgri Finance Limited
iv.	Category/Sub-category of the Company	Company Limited by Shares Indian Non-Government Company (NBFC)
v	Address of the Registered office & contact details	1st Floor, B Wing, Litolier Chambers, Near Marol Metro Station, Marol Naka, Andheri (E) Mumbai- 400 059 Phone No. +91-22-61829600 Fax No. 91-22-61829798
vi.	Whether listed company	No
vii.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	M/s. Link Intime India Private Limited No.C-13, Pannalal Silk Mills Compound, Lal Bahadur Shastri Road, Bhandup West, Mumbai-400078.

**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:

Sr. no	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	NBFC engaged in lending and allied services	649	100%

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES**

Sr. No	Name of the Company	CIN/GLN	Holding/ Subsidiary of the Company	% of shares	Applicable Section
1	Star Agriwarehousing and Collateral Management Limited	U51219RJ2006PLC022427	Holding	100%	2(46)

#### 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[As on 01-April-2017]				No. of Shares held at the end of the year[As on 31-March-2018]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoter s</b>									
(1) <b>Indian</b>									
a) Individual/ HUF*	-	60	60	0.01	-	60	60	0.01	-
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	149999940	-	149999940	99.99%	149999940	-	149999940	99.99%	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
<b>Total shareholding of Promoter (A)</b>	149999940	60	150000000	100%	149999940	60	150000000	100%	-
<b>B. Public Shareholding</b>									
<b>I. Institutions</b>	-	-	-	-	-	-	-	-	-
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
<b>Sub-total (B)(1):-</b>	-	-	-	-	-	-	-	-	-

\*Beneficial Interest held by M/s. Star Agriwarehousing And Collateral Management Limited

Category of Shareholders	No. of Shares held at the beginning of the year[As on 01-April-2017]				No. of Shares held at the end of the year[As on 31-March-2018]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>2. Non-Institutions</b>									
a) Bodies Corp.	-	-	-	-	-	-	-	-	-
i) Indian	-	-	-	-	-	-	-	-	-
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	-	-	-	-	-	-	-	-	-
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	-	-	-	-	-	-	-	-	-
c) Others (specify)	-	-	-	-	-	-	-	-	-
Non Resident Indians	-	-	-	-	-	-	-	-	-
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>C. Shares held by Custodian for GDRs &amp; ADRs</b>	-	-	-	-	-	-	-	-	-
<b>Grand Total (A+B+C)</b>	<b>149999940</b>	<b>60</b>	<b>150000000</b>	<b>100%</b>	<b>149999940</b>	<b>60</b>	<b>150000000</b>	<b>100%</b>	<b>-</b>

**ii) Shareholding of Promoters**

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	Star Agriwarehousing And Collateral Management Limited	150000000	100%	-	150000000	100%	-	NIL

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

There is no change in promoter shareholding between 07.09.2017 to 31.03.2018.

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

StarAgri Finance Limited is a wholly owned subsidiary of Star Agriwarehousing and Collateral Management Limited.

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

StarAgri Finance Limited is a wholly owned subsidiary of Star Agriwarehousing and Collateral Management Limited.

**V. INDEBTEDNESS**

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount	2,22,07,86,776	-	-	2,22,07,86,776
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	7,26,894	-	-	7,26,894
<b>Total (i+ii+iii)</b>	<b>2,22,15,13,670</b>	-	-	<b>2,22,15,13,670</b>

<b>Change in Indebtedness during the financial year</b>				
* Addition	1,250,000,000	-	-	1,250,000,000
* Reduction	33,10,74,394	-	-	33,10,74,394
<b>Net Change</b>	<b>91,89,25,606</b>	-	-	<b>91,89,25,606</b>
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	3,13,97,12,382	-	-	3,13,97,12,382
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	17,43,600	-	-	17,43,600
<b>Total (i+ii+iii)</b>	<b>3,14,14,55,982</b>	-	-	<b>3,14,14,55,982</b>

## VI. 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
		MD	WTD	
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	Rs.26,44,992  nil  nil	Rs.26,44,992  nil  nil	Rs. 52,89,984
2	Stock Option	Nil	Nil	Nil
3	Sweat Equity	Nil	Nil	Nil
4	Commission - as % of profit - others, specify...	Nil	Nil	Nil
5	Others, please specify	Nil	Nil	Nil
	<b>Total (A)</b>	<b>Rs 26,44,992</b>	<b>Rs 26,44,992</b>	<b>Rs. 52,89,984</b>
	<b>Ceiling as per the Act</b>			

B. Remuneration to other directors:

Sl. no.	Particulars of Remuneration	Name of Directors		Total Amount
		Mangala Prabhu	Chandrashekhar G. Aiyar	
1	Independent Directors			
	• Fee for attending board / committee meetings	Rs. 1,75,000	Rs 1,75,000	Rs 3,50,000
	• Commission	Rs 5,00,000	Rs 7,75,0000	Rs. 12,75,000
	• Others, please specify			
	<b>Total (1)</b>	<b>Rs 6,75,000</b>	<b>Rs 9,50,000</b>	<b>Rs 16,25,000</b>
2	Other Non-Executive Directors			
	• Fee for attending board / committee meetings	Nil	Nil	Nil
	• Commission	Nil	Nil	Nil
	• Others, please specify	Nil	Nil	Nil
	<b>Total (2)</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>
	<b>Total (B)=(1+2)</b>	<b>Rs 6,75,000</b>	<b>Rs 9,50,000</b>	<b>Rs 16,25,000</b>
	<b>Total Managerial Remuneration</b>			
	<b>Overall Ceiling as per the Act</b>			

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

Sl. no.	Particulars of Remuneration	Key Managerial Personnel			Total Amount
		Gurinder Singh Sehmbey (CEO)	Sunil Lotke* (CS)	T C Pattabiraman** (CFO)	
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	13474902	5283875	-	18758777
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	41881	67065	-	108946
	(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, (Employer PF Contribution)				
5	Others, please specify				
	<b>Total</b>	<b>13516783</b>	<b>5350940</b>	<b>-</b>	<b>18867723</b>

\*Mr. Sunil Lotke, CS has resigned from the employment of the Company w.e.f. 18.01.2018

\*\* Mr. T C Pattabiraman, CFO draws remuneration from the holding company in his capacity as Group CFO

**VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES (UNDER THE COMPANIES ACT, 2013):**

There were no penalties, punishment or compounding of offences during the year ended March 31, 2018.

**On behalf of Board of Directors  
For StarAgri Finance Limited**

**Suresh Goyal  
Managing Director  
DIN: 02018073**

**Amith Agarwal  
Non-Executive Director  
DIN: 01140768**

**Mumbai  
June 12, 2018**