

ANNEXURE-5

Form No. MGT-9 Extract of Annual Return

As on the Financial Year ended on 31st March 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 and other details

i.	CIN	L72200TN1999PLC054429
ii.	Registration Date	24/11/1999
iii.	Name of the Company	SAKSOFT LIMITED
iv.	Category / Sub-Category of the Company	COMPANY LIMITED BY SHARES
v.	Address of the Registered office and contact details	Global Infocity Park, II Floor, Block - A, # 40 Dr. MGR Salai, Kandanchavadi, Perungudi, Chennai - 600 096. Office +91 44 24543500 Email: complianceofficer@saksoft.co.in or investorqueries@saksoft.co.in
vi.	Whether listed company	Yes. Listed with National Stock Exchange of India Limited (NSE) and in BSE under permitted trading category.
vii.	Name, Address and Contact details of Registrar and Transfer Agent, if any	Cameo Corporate Services Limited Subramanian Buildings No.1, Club House Road, Chennai - 600 002. Tel:+91-44-28460390, Fax: +91 - 44 - 28460129 Email: investor@cameoindia.com; Web-site: www.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:-

Sr No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the Company
1	Computer Programming, Consultancy and Related Activities	620	100

III. 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
1	Saksoft Inc. Suite 1240, 30 Montgomery Street, Jersey City, NJ 07302.	Foreign Company	Subsidiary	100%	2(87)
2	Nanda Infotech Services Inc. (DBA Electronic Data Professionals) 3070, Bristol Pike, BLDG 2 Suite 107 Bensalem, PA 19020	Foreign Company	Subsidiary	Saksoft Inc. holds 100%	2(87)
3	Faichi Solutions Inc., 640 W. California Ave Sunnyvale, CA 94086	Foreign Company	Subsidiary	Saksoft Inc holds 100%	2(87)
4	Saksoft Solutions Limited Applicon House, Exchange Street, Stockport, United Kingdom, SK3 0EY	Foreign Company	Subsidiary	100%	2(87)
5	Acuma Solutions Limited Applicon House, Exchange Street, Stockport, United Kingdom, SK3 0EY	Foreign Company	Subsidiary	Saksoft Solutions Limited holds 100%	2(87)
6	Saksoft Ireland Limited JPA Brenson Lawlor House Argyle Square, Morehampton Road, Donnybrook, Dublin 4	Foreign Company	Subsidiary	Saksoft Solutions Limited holds 100%	2(87)
7	Saksoft Pte Limited 10 Jalan Besar, #10-12, Sim Lim Tower, Singapore – 208787	Foreign Company	Subsidiary	100%	2(87)
8	Threesixty Logica Testing Services Private Limited Global Infocity Park, Block A, II Floor, No. 40, Dr. MGR Salai, Kandanchavadi, Perungudi, Chennai – 600096.	U72900TN2009PTC120672	Subsidiary	100%	2(87)
9	Three Sixty Logica Testing Services Pte Ltd 10 Jalan Besar, #10- 10, Sim Lim Tower, Singapore- 208787	Foreign Company	Subsidiary	Threesixty Logica Testing Services Pvt. Ltd. Holds 100%	2(87)
10	DreamOrbit Softech Private Limited No.19, Ascend, 2 nd Floor, 1 st cross, 17 th C Main, Koramangala 5 th Block, Bangalore, Karnataka - 560095.	U72100KA2010PTC052990	Subsidiary	100%	2(87)
11	DreamOrbit Inc., 2711 Centerville Road Suite 400, Wilmington, Delaware 19808	Foreign Company	Subsidiary	DreamOrbit Softech Private Limited holds 100%	2(87)

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 01.04.2019				No. of Shares held at the end of the year 31.03.2020				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A Promoter									
1) Indian									
a) Individual/ HUF	2218640	0	2218640	21.18	2218640	0	2218640	21.18	0
b) Central Govt	0	0	0	0	0	0	0	0	0
c) State Govt(s)	0	0	0	0	0	0	0	0	0
d) Bodies Corp	5030865	0	5030865	48.03	5030865	0	5030865	48.03	0
e) Banks / FI	0	0	0	0	0	0	0	0	0
f) Any Other	0	0	0	0	0	0	0	0	0
Sub-total(A)(1):-	7249505	0	7249505	69.21	7249505	0	7249505	69.21	0
2) Foreign									
g) NRIs-Individuals	0	0	0	0	0	0	0	0	0
h) Other-Individuals	0	0	0	0	0	0	0	0	0
i) Bodies Corp.	0	0	0	0	0	0	0	0	0
j) Banks / FI	0	0	0	0	0	0	0	0	0
k) Any Other	0	0	0	0	0	0	0	0	0
Sub-total (A)(2):-	0	0	0	0	0	0	0	0	0
Total (A)	7249505	0	7249505	69.21	7249505	0	7249505	69.21	0
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks / FI	3094	0	3094	0.0295	0	0	0	0	-0.0295
c) Central Govt	0	0	0	0	0	0	0	0	0
d) State Govt(s)	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FII's	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital	0	0	0	0	0	0	0	0	0
i) Others (specify) – Foreign Portfolio Investor (Corporate) Category II	88500	0	88500	0.8448	102300	0	102300	0.9766	0.1317
Foreign Portfolio Investor (Corporate) Category III	0	0	0	0	0	0	0	0	0
Sub-total (B)(1)	91594	0	91594	0.8744	102300	0	102300	0.9766	0.1022
2. Non Institutions									
a) Bodies Corp.	224790	0	224790	2.1459	400377	0	400377	3.8222	1.6762
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	1049268	2406	1051674	10.0398	935899	2406	938305	8.9575	-1.0822

Category of Shareholders	No. of Shares held at the beginning of the year 01.04.2019				No. of Shares held at the end of the year 31.03.2020				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(ii) Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	1130372	0	1130372	10.7911	1012513	0	1012513	9.6659	-1.1251
c) Others (Specify)									
Clearing Member	2767	0	2767	0.0264	7795	0	7795	0.0744	0.0480
ESOP/ESOS/ESPS	3540	7000	10540	0.1006	919	7000	7919	0.0755	-0.0250
Employee Trusts	532460	0	532460	5.0831	532460	0	532460	5.0831	0
Foreign Nationals	56	0	56	0.0005	56	0	56	0.0005	0
Foreign Portfolio Investor (Individual)	5000	0	5000	0.0477	0	0	0	0	-0.0477
Hindu Undivided Family	100612	0	100612	0.9604	140422	0	140422	1.3405	0.3800
IEPF	870	0	870	0.0083	870	0	870	0.0083	0
Non Resident Indians	73860	0	73860	0.7051	81578	0	81578	0.7787	0.0736
Resident HUF	0	0	0	0	0	0	0	0	0
Trusts	900	0	900	0.0085	900	0	900	0.0085	0
Others (Total)	720065	7000	727065	6.9409	765000	7000	772000	7.3699	0.4289
Sub-total (B)(2)	3124495	9406	3133901	29.9179	3113789	9406	3123195	29.8157	-0.1022
Total Public Shareholding (B)=(B)(1)+ (B)(2)	3216089	9406	3225495	30.7923	3216089	9406	3225495	30.7923	0
C Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	10465594	9406	10475000	100.00	10465594	9406	10475000	100.00	0

ii. Shareholding of Promoters

Sr No.	Shareholder's Name	Shareholding at the beginning of the year 01.04.2019			Shareholding at the end of the year 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.	Sak Industries Private Limited	4847715	46.28	Nil	4847715	46.28	Nil	0
2.	Aditya Krishna	2218640	21.18	Nil	2218640	21.18	Nil	0
3.	Sonnet Trades & Investments Private Limited	183150	1.75	Nil	183150	1.75	Nil	0
	Total	7249505	69.21	Nil	7249505	69.21	Nil	0

iii. Change in Promoters Shareholding (Please specify, if there is no change)

Sr No.	Shareholder's Name	Shareholding at the beginning of the year 01.04.2019	Date wise increase/ decrease in promoters' Shareholding during the year specifying the reason for increase/ decrease (e.g. allotment/ transfer/ bonus/ sweat equity etc.)	Cumulative Shareholding during the year	Shareholding at the end of the Year 31.03.2020
No change in Promoter shareholding during the FY 2019-2020					

iv. Shareholding pattern of top ten shareholders (other than Directors, Promoters and holders of GDRs and ADRs): (Refer note V below)

Sr No.	Name of the Shareholders	Shareholding at the beginning of the year 01.04.2019		Change in Shareholding during the year (Net)		Shareholding at the end of the year 31.03.2020	
		No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
1	SAKSOFT EMPLOYEES WELFARE TRUST	532460	5.0831	0	0	532460	5.0831
2	B.BHARATHAN KANTHIMATHINATHAN	250372	2.3901	0	0	250372	2.3901
3	M UMAL	118580	1.1320	(19981)	0.1908	98599	0.9412
4	RAJASTHAN GLOBAL SECURITIES PRIVATE LIMITED	113040	1.0791	174594	1.6668	287634	2.7459
5	UMAMAHESWARI JANARTHANAN	112592	1.0748	(4000)	0.0382	108592	1.0366
6	PASSAGE TO INDIA MASTER FUND LIMITED	88500	0.8448	13800	0.1318	102300	0.9766
7	NIRAJKUMAR GANERIWALA	71500	0.6825	0	0	71500	0.6825
8	BHIMAVARAPU SRIDHAR REDDY	66904	0.6387	66811	0.6379	93	0.0008
9	SHASHI GUPTA	65700	0.6272	(65700)	0.6272	0	0
10	ANNU THOMAS	57917	0.5529	(2600)	0.0249	55317	0.5280
11	JANET CHRISTINE DEPENNING	0	0	55736	0.5320	55736	0.5320
12	GIRISH GULATI (HUF)	0	0	39839	0.3803	39839	0.3803

v. Shareholding of Directors and Key Managerial Personnel:

Sr No.	Name of the Shareholders	Shareholding at the beginning of the year 01.04.2019	Change in the shareholding during the year (Net)	Shareholding at the end of the Year 31.03.2020
1	Aditya Krishna, Chairman and Managing Director	2218640	0	2218640
2	Niraj Kumar Ganeriwala, CFO	71500	0	71500

Note for point no. iv and v above: The above details are given as on 31st March 2020. The company is listed and 99.91% shareholding is in dematerialized form. Hence, it is not feasible to track movement of shares on daily basis. The aforesaid holding by top ten shareholders is due to market operations.

V. Indebtedness

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

(Rs. in Million)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year	139.30	270.00	-	409.30
i) Principal Amount	139.30	270.00	-	409.30
ii) Interest due but not paid	-	-	-	-
Total (i+ii+iii)	139.30	270.00	-	409.30
Change in Indebtedness during the Financial year				
- Addition	-	-	-	-
- Reduction	84.74	40.00	-	124.74
Net Change	84.74	40.00	-	124.74
Indebtedness at the end of the financial year				-
i) Principal Amount	54.56	230.00		284.56
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	54.56	230.00		284.56

VI. Remuneration of Directors and Key Managerial Personnel

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

(Rs. in Million)

Sr No.	Particulars of Remuneration	Name of MD/ WTD/ Manager	Total Amount
		Aditya Krishna	
1	Gross salary	5.82	5.82
	(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	-	-
2	Stock Option	-	-
3	Sweat Equity	-	-
4	Commission	-	-
	- as % of profit	-	-
	- others, specify...		
5	Others, please specify	-	-
6	Total (A)	5.82	5.82
	Ceiling as per the Companies Act, 2013	Being 5% of the net profits of the Company	

B. Remuneration to other directors:

					(Rs. in Million)
Sr No.	Particulars of Remuneration	Sitting Fee paid for attending Board/ Committee Meetings	Commission Paid	Others, Please Specify	Total Amount
1	Independent Directors				
	Mr. Ajit Thomas	0.295	0.15	Nil	0.445
	Mr. Amitava Mukherjee	0	0.15	Nil	0.15
	Mr. VVR Babu	0.23	0.15	Nil	0.38
	Mr. Ganesh Chella	0.11	0.025	Nil	0.135
2	Other Non-Executive Directors				
	Ms. Kanika Krishna	0.24	0.15	Nil	0.39
	Total managerial remuneration	0.88	0.625	Nil	1.51
	Ceiling as per the Companies Act, 2013	Being 1% of the net profits of the Company			

C. Remuneration to Key Managerial Personnel Other Than MD /Manager /WTD

					(Rs. in Million)
Sr No.	Particulars of Remuneration	Key Managerial Personnel			Total Amount
		Mr. Niraj Kumar Ganeriwala, CFO	Mr. Muthukrishnan Company Secretary		
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	8.38	1.43		9.81
	(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	-	-		-
6	Total (A)	8.38	1.43		9.81

VII. Penalties / Punishment/ Compounding of Offences:

There were no penalties, punishment or compounding of offences during year ended 31st March 2020.

For and on behalf of the Board

Place: Chennai
Date: 27th May, 2020

Aditya Krishna
Chairman & Managing Director