

Form No. MGT-9

EXTRACT OF ANNUAL RETURN

as on the financial year ended on March 31, 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	U45102GJ1997PLC031906
ii)	Registration Date	14.03.1997
iii)	Name of the Company	Sikka Ports & Terminals Limited
iv)	Category / Sub-Category of the Company	Public Company / Limited by shares
v)	Address of the Registered office and contact details	Admin Building, MTF Area, Village Sikka, Taluka & District Jamnagar - 361140 Gujarat, India. Tel: 0091 22 3555 5500 Fax: 0091 22 3555 5560
vi)	Whether listed company	Yes (Debentures are Listed)
vii)	Name, Address and Contact details of Registrar and Transfer Agent, if any	KFIN Technologies Private Limited (Formerly Karvy Fintech Private Limited) Selenium Tower B Plot No.31-32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddi TG – 500 032 Tel: +91 40 67161700 Fax: +91 40 67161680
II.	PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY	
	All the business activities contributing 10% or more of the total turnover of the Company	As per Attachment A
III.	PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES	As per Attachment B
IV.	SHAREHOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)	
i)	Category-wise shareholding	As per Attachment C
ii)	Shareholding of Promoters	As per Attachment D
iii)	Change in Promoters' Shareholding (please specify, if there is no change)	As per Attachment E

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[Pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014]

iv)	Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs)	As per Attachment F
v)	Shareholding of Directors and Key Managerial Personnel	As per Attachment G
V.	INDEBTEDNESS	
	Indebtedness of the Company including interest outstanding/accrued but not due for payment	As per Attachment H
VI.	REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL	
A	Remuneration to Managing Director (MD), Whole-time Directors (WTD) and/or Manager	As per Attachment I
B	Remuneration to other directors	As per Attachment J
C	Remuneration to Key Managerial Personnel other than MD / MANAGER / WTD	As per Attachment K
VII.	PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES	As per Attachment L

Attachment A

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	Port Infrastructure facilities	5222	94%

* As per National Industrial Classification - 2008, Ministry of Statistics and Programme Implementation

On the basis of Gross Turnover

Attachment B

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name of Company	Address of Company	CIN/GLN	HOLDING / SUBSIDIARY / ASSOCIATE	% of shares held	Applicable section
1	Reliance Industries Holding Private Limited	84-A, Mittal Court, 8th Floor, 224, Nariman Point, Mumbai 400021	U51103MH2007PTC168016	Holding Company	100 [§]	2(46)

[§]Representing aggregate % of voting rights held by the Holding Company

Attachment C

IV. SHAREHOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i) Category-wise Shareholding

Sr. No.	Category of Shareholders	No. of Shares held at the beginning of the year (As on 01-04-2019)				No. of Shares held at the end of the year (As on 31-03-2020)				% of change during the year
		Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
A	Promoters									
(1)	Indian									
a)	Individual / HUF	0	0	0	0.00	0	0	0	0.00	0.00
b)	Central Government	0	0	0	0.00	0	0	0	0.00	0.00
c)	State Government(s)	0	0	0	0.00	0	0	0	0.00	0.00
d)	Bodies Corporate*	2749999994	6	2750000000	100.00	2750000000	0	2750000000	100.00	0.00
e)	Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
f)	Any other...	0	0	0	0.00	0	0	0	0.00	0.00
	Sub - Total (A) (1)	2749999994	6	2750000000	100.00	2750000000	0	2750000000	100.00	0.00
(2)	Foreign									
a)	NRIs - Individuals	0	0	0	0.00	0	0	0	0.00	0.00
b)	Other - Individuals	0	0	0	0.00	0	0	0	0.00	0.00
c)	Bodies Corporate	0	0	0	0.00	0	0	0	0.00	0.00
d)	Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
e)	Any other...	0	0	0	0.00	0	0	0	0.00	0.00
	Sub - Total (A) (2)	0	0	0	0.00	0	0	0	0.00	0.00
	Total Shareholding of Promoter(A) = (A)(1) + (A)(2)	2749999994	6	2750000000	100.00	2750000000	0	2750000000	100.00	0.00
B	Public Shareholding									
1	Institutions									
a)	Mutual Funds	0	0	0	0.00	0	0	0	0.00	0.00
b)	Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
c)	Central Government	0	0	0	0.00	0	0	0	0.00	0.00
d)	State Government(s)	0	0	0	0.00	0	0	0	0.00	0.00
e)	Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
f)	Insurance Companies	0	0	0	0.00	0	0	0	0.00	0.00
g)	FIs	0	0	0	0.00	0	0	0	0.00	0.00
h)	Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
i)	Others (specify)	0	0	0	0.00	0	0	0	0.00	0.00
	Sub - Total (B) (1)	0	0	0	0.00	0	0	0	0.00	0.00

Attachment C

IV. SHAREHOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i) Category-wise Shareholding

Sr. No.	Category of Shareholders	No. of Shares held at the beginning of the year (As on 01-04-2019)				No. of Shares held at the end of the year (As on 31-03-2020)				% of change during the year
		Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
2	Non-institutions									
a)	Bodies Corporate									
	i) Indian	0	0	0	0.00	0	0	0	0.00	0.00
	ii) Overseas	0	0	0	0.00	0	0	0	0.00	0.00
b)	Individuals									
	i) Individual shareholders holding nominal share capital up to Rs. 1 lakh	0	0	0	0.00	0	0	0	0.00	0.00
	ii) Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	0	0	0	0.00	0	0	0	0.00	0.00
c)	Others (specify)	0	0	0	0.00	0	0	0	0.00	0.00
	Sub - Total (B) (2)	0	0	0	0.00	0	0	0	0.00	0.00
	Total Public Shareholding (B) = (B)(1) + (B)(2)	0	0	0	0.00	0	0	0	0.00	0.00
C.	Shares held by Custodian for GDRs & ADRs	0	0	0	0.00	0	0	0	0.00	0.00
	Grand Total (A+B+C)	2749999994	6	2750000000	100.00	2750000000	0	2750000000	100.00	0.00

* Includes 1 share each held by 6 nominees (other than promoters) jointly with Reliance Industries Holding Private Limited (RIHPL), beneficial interest is with RIHPL.

Attachment D

IV. SHAREHOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

ii) Shareholding of Promoters

Sr. 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)			
		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	% change in share holding during the year
1	Reliance Industries Holding Private Limited	2750000000*	100.00	0.00	2750000000*	100.00	0.00	0.00
	Total	2750000000*	100.00	0.00	2750000000*	100.00	0.00	0.00

* Includes 1 share each held by 6 nominees (other than promoters) jointly with Reliance Industries Holding Private Limited (RIHPL), beneficial interest is with RIHPL.

Attachment E**IV. SHAREHOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)****iii) Change in Promoters' Shareholding (please specify, if there is no change)**

Particulars	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
At the beginning of the year	2750000000*	100.00	2750000000*	100.00
Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc)	0	0.00	0	0.00
At the End of the year	2750000000*	100.00	2750000000*	100.00

Note: There is no change in the total shareholding of promoters between 01-04-2019 and 31-03-2020.

* Includes 1 share each held by 6 nominees (other than promoters) jointly with Reliance Industries Holding Private Limited (RIHPL), beneficial interest is with RIHPL.

Attachment F

IV. SHAREHOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

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

Sr. No.	Name	Shareholding		Date	Increase/ Decrease in shareholding	Reason	Cumulative Shareholding during the year (01-04-19 to 31-03-20)	
		No. of Shares at the beginning(01-04-19)/end of the year(31-03-20)	% of total shares of the Company				No.of Shares	% of total shares of the Company
1	Rajeev Mittal jointly with Reliance Industries Holding Private Limited*	1	0	01.04.2019	0	-	1	0
		1	0	31.03.2020				
2	Sanjeev Dandekar jointly with Reliance Industries Holding Private Limited*	1	0	01.04.2019	0	-	1	0
		1	0	31.03.2020				
3	Priyen Shah jointly with Reliance Industries Holding Private Limited*	1	0	01.04.2019	0	-	1	0
		1	0	31.03.2020				
4	Hitesh Vora jointly with Reliance Industries Holding Private Limited*	1	0	01.04.2019	0	-	1	0
		1	0	31.03.2020				
5	Satish Parikh jointly with Reliance Industries Holding Private Limited*	1	0	01.04.2019	0	-	1	0
		1	0	31.03.2020				
6	Vijay Agarwal jointly with Reliance Industries Holding Private Limited*	1	0	01.04.2019	0	-	1	0
		1	0	31.03.2020				

* Included in the promoter shareholding mentioned at point no. IV(i), (ii), (iii). Holding in the capacity as nominee of Reliance Industries Holding Private Limited (RIHPL), beneficial interest is with RIHPL.

Attachment G

IV. SHAREHOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

v) *Shareholding of Directors and Key Managerial Personnel*

Sr. No.	Name	Shareholding		Date	Increase / Decrease in shareholding	Reason	Cumulative Shareholding during the year (01-04-19 to 31-03-20)	
		No. of Shares at the beginning (01-04-2019)/end of the year (31-03-20)	% of total shares of the Company				No. of Shares	% of total shares of the Company
NIL								

Attachment H

V. INDEBTEDNESS

Amount (Rs. in crore)

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

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year (01.04.2019)				
i) Principal Amount (including Other Ind AS Adjustments)	10,485	2,500	-	12,985
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	579	156	-	735
Total (i+ii+iii)	11,064	2,656	-	13,720
Change in Indebtedness during the financial year (Principal Amount)				
Addition	3,500	-	-	3,500
Ind AS Adjustment	-11	-	-	-11
Reduction	-	-	-	-
Net Change	3,489	-	-	3,489
Indebtedness at the end of the financial year (31.03.2020)				
i) Principal Amount (including other Ind AS Adjustments)	13,974	2,500	-	16,474
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	591	157	-	748
Total (i+ii+iii)	14,565	2,657	-	17,222

Attachment I

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director (MD), Whole-time Directors (WTD) and / or Manager

Sr. No.	Particulars of Remuneration	Name of MD/WTD/Manager	Total Amount (Rs. in Crore)
		Manager (M Sundar)	
1	Gross salary		
	(a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	0.69	0.69
	(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 (Retiral Benefits)	0.03	0.03
	Total (A)	0.72	0.72
	Ceiling as per the Act	Rs. 42.76 crore (Being 5% of the net profits of the Company calculated as per Section 198 of the Companies Act, 2013.	

Attachment J

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

B. Remuneration to other Directors

Sr. No.	Particulars of Remuneration	Names of other Non-Executive Directors			Names of Independent Directors		Total Amount (Rs. in crore)	
		K. R. Raja	Y. B. Prasad	Geeta Fulwadaya	Natarajan T. G.	S. Anantharaman		
1	Independent Directors							
	·Fee for attending Board / Committee meetings				0.039	0.039	0.078	
	·Commission							
	·Others							
	Total (1)				0.039	0.039	0.078	
2	Other Non-Executive Directors							
	·Fee for attending Board / Committee meetings	0.0085*	0.0035 [#]	0.011 [§]			0.023	
	·Commission							
	·Others							
	Total (2)	0.0085*	0.0035 [#]	0.011 [§]			0.023	
	Total (B)=(1+2)	0.0085*	0.0035 [#]	0.011 [§]	0.039	0.039	0.101	
	Total Managerial Remuneration						0.821**	
	Overall Ceiling as per the Act	Sitting Fees: One Lakh Rupees per meeting of the Board or Committee						

*Rs.15,000/- relates to sitting fees paid in Financial Year 2020-21

[#]Rs.10,000/- relates to sitting fees paid in Financial Year 2020-21

[§]Rs.30,000/- relates to sitting fees paid in Financial Year 2020-21

** Total remuneration to all the Directors/Manager (being the total of A and B).

Attachment K

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

Sr. No.	Particulars of Remuneration	Key Managerial Personnel			Total Amount (Rs. in crore)
		Chief Executive Officer	Company Secretary (V. Mohana)	Chief Financial Officer (Ritesh Shiyal)	
1	Gross salary	Not Applicable	-	0.65	0.65
	(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 (i) Payment on secondment, exclusive of Taxes for V Mohana (ii) Retiral Benefits for Ritesh Shiyal			0.89	0.04
	Total		0.89	0.69	1.58

Attachment L

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			NIL		
B Directors					
Penalty					
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment					
Compounding					