

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 Company (Management & Administration) Rules, 2014.

I. REGISTRATION & OTHER DETAILS:

i)	CIN	U74120MH2011PTC213916
ii)	Registration Date	February 23, 2011
iii)	Name of the Company	Zicom SaaS Private Limited
iv)	Category / Sub-category of the Company	Private Company / Limited by shares
v)	Address of the Registered office & contact details	Registered Office Address: 501, Silver Metropolis, Western Express Highway, Goregaon East, Mumbai 400063. Contact No.: 022 42904290
vi)	Whether listed company	No
vii)	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Name: Bigshare Services Private Limited Address: 1 st Floor, Bharat Tin Works Building, Opp. Vasant Oasis Apartments (Next To Keys Hotel), Marol Maroshi Road, Andheri East, Mumbai 400059. Contact No.: 022 62638200

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:

(All the business activities contributing 10 % or more of the total turnover of the Company)

Sl. No.	Name and Description of main products / services	NIC Code of the Product / service	% to total turnover of the Company
1	Services	80200	100

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	Zicom Electronic Security Systems Limited 501, Silver Metropolis, Western Express Highway, Goregaon East, Mumbai 400063.	L32109MH1994PLC083391	Holding	100.00	2(46)

* Representing aggregate % of shares held by the Company and its beneficial owner.

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 01.04.2019]				No. of Shares held at the end of the year [As on 31.03.2020]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual / HUF	5,000 ^s	0	5,000 ^s	0.02	5,000 ^s	0	5,000 ^s	0.02	0.00
b) Central Govt	0	0	0	0.00	0	0	0	0.00	0.00
c) State Govt(s)	0	0	0	0.00	0	0	0	0.00	0.00
d) Bodies Corp.	19,995,000	0	19,995,000	99.98	19,995,000	0	19,995,000	99.98	0.00
e) Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
f) Qualified Foreign Investor	0	0	0	0.00	0	0	0	0.00	0.00
g) Any other	0	0	0	0.00	0	0	0	0.00	0.00
Sub-total (A) (1)	20,000,000	0	20,000,000	100.00	20,000,000	0	20,000,000	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 Corp.	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) Qualified Foreign Investor	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) (2)	0	0	0	0.00	0	0	0	0.00	0.00
Total shareholding of Promoter (A) = (A)(1) + (A)(2)	20,000,000	0	20,000,000	100.00	20,000,000	0	20,000,000	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 Govt	0	0	0	0.00	0	0	0	0.00	0.00
d) State Govt(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) FIIs	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) Qualified Foreign Investor	0	0	0	0.00	0	0	0	0.00	0.00
j) 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
2. Non-Institutions									
a) Bodies Corp.									
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 upto 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) Qualified Foreign Investor	0	0	0	0.00	0	0	0	0.00	0.00
d) Others (specify)									
a) Non Resident Indians	0	0	0	0.00	0	0	0	0.00	0.00
b) Clearing Members	0	0	0	0.00	0	0	0	0.00	0.00
c) Trusts	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)	20,000,000	0	20,000,000	100.00	20,000,000	0	20,000,000	100.00	0.00

[§] Holding shares for and on behalf of Body Corporate Shareholder, Zicom Electronic Security Systems Ltd.

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

Sl. No.	Name of Director / Key Managerial Personnel	Shareholding at the beginning of the year [As on 01.04.2019] / End of the year [As on 31.03.2020]		Date	Increase / Decrease in shareholding	Reason	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.	Manohar Bidaye Director	0	0.00	1-Apr-2019		No movement during the year		
		0	0.00	31-Mar-2020	0		0	0.00
2.	Pramoud Rao [§] Managing Director	5,000	0.02	1-Apr-2019		No movement during the year		
		5,000	0.02	31-Mar-2020	0		5,000	0.02
3.	K. D. Hodavdekar Independent Director	0	0.00	1-Apr-2019		No movement during the year		
		0	0.00	31-Mar-2020	0		0	0.00
4.	Kshama Wazkar Company Secretary (w.e.f. August 7, 2020)	0	0.00	1-Apr-2019		No movement during the year		
		0	0.00	31-Mar-2020	0		0	0.00

[§] Holding shares for and on behalf of the Body Corporate Shareholder, Zicom Electronic Security Systems Ltd.

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	6,945.66	1,189.38	Nil	8,135.03
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	6,945.66	1,189.38	Nil	8,135.03
Change in Indebtedness during the financial year				
• Addition	Nil	350.65	Nil	350.65
• Reduction	(180.51)	Nil	Nil	180.51
Net Change	(180.51)	350.65	Nil	170.14

Indebtedness at the end of the financial year				
i) Principal Amount	6,765.15	1,540.03	Nil	8,305.18
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	6,765.15	1,540.03	Nil	8,305.18

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl. No.	Particulars of Remuneration	Pramoud Rao Managing Director	Total Amount (Rs. in lakhs)
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 u/s 17(3) Income-tax Act, 1961	-	-
2.	Stock Option	-	-
3.	Sweat Equity	-	-
4.	Commission - as % of profit - others, specify	-	-
5.	Others, please specify	-	-
	Total (A)	-	-
	Ceiling as per the Act	-	

B. Remuneration to other directors:

Sl. No.	Particulars of Remuneration	Name of Directors		Total Amount (Rs. in lakhs)
		Manohar Bidaye	K. D. Hodavdekar	
1.	Independent Directors			
	• Fee for attending Board / Committee meetings	-	-	-
	• Commission	-	-	-
	• Others, please specify	-	-	-
	Total (1)	-	-	-
2.	Other Non-Executive Directors			
	• Fee for attending Board / Committee meetings	-	-	-
	• Commission	-	-	-
	• Others, please specify	-	-	-
	Total (2)	-	-	-
	Total (B)=(1+2)	-	-	-
	Total Managerial Remuneration	-	-	-
	Overall Ceiling as per the Act		-	

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

(Rs. in lakhs)

Sl. No.	Particulars of Remuneration	Key Managerial Personnel			Total Amount
		CEO	Chief Financial Officer	Company Secretary (Prapti Dhingra)* (resigned w.e.f. June 28, 2019)	
1.	Gross salary				
	a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-	1,29,052	1,29,052
	b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	-
	c) Profits in lieu of salary u/s 17(3) Income-tax Act, 1961	-	-	-	-
2.	Stock Option	-	-	-	-
3.	Sweat Equity	-	-	-	-
4.	Commission - as % of profit - others, specify	-	-	-	-
5.	Others, please specify	-	-	-	-
	Total	-	-	1,29,052	1,29,052

*Computed proportionately for the period of employment as Company Secretary during the year.

VI. 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			NIL		
Punishment					
Compounding					
B. DIRECTORS					
Penalty			NIL		
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty			NIL		
Punishment					
Compounding					