



Annexure 1 to Board's Report

Form No. MGT-9

EXTRACT OF ANNUAL RETURN

As on the financial year ended on 31st March, 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

Corporate Identification Number	U99999DL2001PLC110396
Registration Date	12/04/2001
Name of the Company	India Exposition Mart Ltd.
Category / Sub-Category of the Company	Public Company Limited by Shares / Indian Non-Government Company
Address of the Registered office and Contact Details	India Exposition Mart Ltd. Plot No. 1; 210 - Atlantic Plaza, 2nd Floor, Local Shopping Centre, Mayur Vihar Phase-I, Delhi-110091 Ph.: 011-22711497 Website: www.indiaexpomart.com Email: cs@indiaexpocentre.com
Whether Listed Company	No
Name, Address and Contact details of Registrar and Transfer Agent, if any	Not applicable

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:

Sl. No.	Name and Description of Main Products / Services	NIC Code of the Product / Service	% to total turnover of the Company
1.	Exhibitions	9214	90.32
2.	Maintenance	45202	9.50

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
NOT APPLICABLE					



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 year				No. of Shares held at the end of year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
a) Individual/HUF									
b) Central Govt.									
c) State Govt. (s)									
d) Bodies Corp.									
e) Banks / FI									
f) Any Other....									
Sub-total (A) (1)									
(2) Foreign									
a) NRIs - Individuals									
b) Other - Individuals									
c) Bodies Corp.									
d) Banks / FI									
e) Any Other...									
Sub-total (A) (2)									
Total share-holding of Promoter (A)= (A) (1)+(A)(2)									
B. Public Shareholding									
a) Mutual Funds									
b) Banks/FI									
c) Central Govt.									
d) State Govt.(s)									
e) Venture Capital funds									
f) Insurance Companies									
g) FIs									
h) Foreign Venture Capital Funds									
i) Others (specify)									
Sub-total (B)(1)									
2. Non-Institutions									
a) Bodies Corp.									
i) Indian		1,11,13,608	1,11,13,608	30.282		1,11,98,295	1,11,98,295	30.266	0.016
ii) Overseas									

b) Individuals									
i. Individual shareholders holding nominal share capital upto Rs. 1 lakh		26,28,733	26,28,733	07.163		26,02,952	26,02,952	07.035	0.128
ii. Individual shareholders holding nominal share cap in excess of Rs. 1 lakh		2,29,57,659	2,29,57,659	62.555		2,31,98,753	2,31,98,753	62.699	(0.144)
c) Others (specify)									
Sub-total (B)(2)		3,67,00,000	3,67,00,000	100		3,70,00,000	3,70,00,000	100	-
Total Public Shareholding (B)=(B)(1)+ (B)(2)									
C. Shares held by Custodian for GDRs & ADRs									
Grand Total (A+B+C)		36,700,000	36,700,000	100		37,000,000	37,000,000	100	-

(ii) Shareholding of Promoters - NOT APPLICABLE

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			Shares of % 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	

(iii) Change in Promoters' Shareholding (please specify, if there is no change) - NOT APPLICABLE

Sl. No.	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1.	At the beginning of the year				
2.	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity, etc):				
3.	At the end of the year				



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

Sl. No.	Particulars	Shareholding at the beginning of the year		Shareholding at the end of the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1.	Vectra Investments Private Limited	8,417,529	22.94	8,417,529	22.75
2.	Overseas Carpets Limited	1,049,589	2.86	1,049,589	2.84
3.	Greater Noida Industrial Development Authority (GNIDA)	800,521	2.18	800,521	2.16
4.	Vikas Kumar	785,217	2.14	785,217	2.12
5.	Naveen Mehrotra	562,604	1.53	562,604	1.52
6.	Navratan Samadaria	545,837	1.48	545,837	1.48
7.	Tafsir Ahmad	533,259	1.45	533,259	1.44
8.	Subhash Kawatra	533,212	1.45	533,212	1.44
9.	Rahul Vadera	531,048	1.45	531,048	1.44
10.	Pankaj Garg	526,110	1.43	526,110	1.42

(v) Shareholding of Directors and Key Managerial Personnel:

Sl. No.	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1.	Rakesh Kumar - Chairman				
	At the beginning of the year	2,01,100	0.55	2,01,100	0.55
	Transaction during the year	3,00,000	0.81	5,01,100	1.35
	At the end of the year	5,01,100	1.35	5,01,100	1.35
2.	Raj Kumar Malhotra, Director				
	At the beginning of the year	5,68,915	1.55	5,68,915	1.55
	Transaction during the year:	–	–	–	–
	At the End of the year	5,68,915	1.54	5,68,915	1.54
3.	Satinder P. Vadhera, Director @ (Shares Jointly held with Mr. Rahul Vadera)				
	At the beginning of the year	5,21,307	1.42	5,21,307	1.42
	Transaction during the year:	–	–	–	–
	At the End of the year	5,21,307	1.41	5,21,307	1.41
4.	Dinesh Kumar, Director				
	At the beginning of the year	5,60,431	1.53	5,60,431	1.53
	Transaction during the year:	–	–	–	–
	At the End of the year	5,60,431	1.51	5,60,431	1.51
5.	Lekhraj Maheshwari, Director				
	At the beginning of the year	2,53,392	0.69	2,53,392	0.69
	Transaction during the year:	–	–	–	–
	At the End of the year	2,53,392	0.68	2,53,392	0.68

6.	Sudhir Tyagi, Director				
	At the beginning of the year	13,087	0.04	13,087	0.04
	Transaction during the year:	75,268	0.20	88,355	0.24
	At the End of the year	88,355	0.24	88,355	0.24
7.	Babu Lal Dosi, Director				
	At the beginning of the year	4,09,284	1.12	4,09,284	1.12
	Transaction during the year:	–	–	–	–
	At the End of the year	4,09,284	1.11	4,09,284	1.11
8.	Ravinder Kumar Passi, Director				
	At the beginning of the year	5,45,523	1.49	5,45,523	1.49
	Transaction during the year:	–	–	–	–
	At the End of the year	5,45,523	1.47	5,45,523	1.47
9.	Ikramul Haq, Director				
	At the beginning of the year	2,61,739	0.71	2,61,739	0.71
	Transaction during the year:	–	–	–	–
	At the End of the year	2,61,739	0.71	2,61,739	0.71
10.	Kamal Soni, Director #				
	At the beginning of the year	2,76,143	0.75	2,76,143	0.75
	Transaction during the year:	10,653	0.29	2,65,490	0.72
	At the End of the year	2,65,490	0.72	2,65,490	0.72
11.	Sudeshwar Saran, Director				
	At the beginning of the year	5,23,478	1.43	5,23,478	1.43
	Transaction during the year:	–	–	–	–
	At the End of the year	5,23,478	1.41	5,23,478	1.41
12.	Vivek Vikas, Director				
	At the beginning of the year	7,85,731	2.14	7,85,731	2.14
	Transaction during the year:	–	–	–	–
	At the End of the year	7,85,731	2.12	7,85,731	2.12
13.	Satish Dhir, Director				
	At the beginning of the year	17,856	0.05	17,856	0.05
	Transaction during the year:	–	–	–	–
	At the End of the year	17,856	0.05	17,856	0.05

@ Mr. Satinder Prakash Vadhera appointed as Director w.e.f September 26, 2017

Mr. Kamal Soni retired as Director w.e.f. September 26, 2017

NOTE: Following Directors / Key Managerial Personnel (KMP) did not hold any shares during financial year 2016-17

- Mr. Anil Mansharamani, Director
- Mr. Sunil Sikka, Director
- Mr. Mukesh Gupta, Director
- Ms. Swati Rishi, Director
- Mr. Sunil Sethi, Director
- Mr. Arjun Baljee, KMP (resigned w.e.f November 21, 2017)
- Mr. Bal Krishna Tripathi, Nominee Director, GNIDA (appointed w.e.f December 11, 2017)
- Ms. Vibha Chahal, Nominee Director, GNIDA (appointed w.e.f December 11, 2017)
- Mr. Janardan, Nominee Director , GNIDA (resigned w.e.f. December 11, 2017)
- Mr. Krishan Kumar, Nominee Director, GNIDA (resigned w.e.f. December 11, 2017)
- Mr. Ratnesh Kumar Jha, Nominee Director, Ministry of Textiles (appointed w.e.f March 23, 2018)
- Mr. Sudeep Sarcar, KMP
- Mr. Sachin Kumar Sinha, KMP
- Ms. Anupam Sharma, KMP



V. INDEBTEDNESS

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

(Amount in Rs.)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	31,33,54,341	–	–	31,33,54,341
ii) Interest due but not paid	28,15,154	–	–	28,15,154
iii) Interest accrued but not due	–	–	–	–
Total (i+ii+iii)	31,61,69,495	–	–	31,61,69,495
Change in Indebtedness during the financial year				
Addition	–	–	–	–
Reduction	7,27,18,844	–	–	7,27,18,844
Net Change - Indebtedness at the end of the financial year	–	–	–	–
i) Principal Amount	24,14,22,434	–	–	24,14,22,434
ii) Interest due but not paid	20,28,217	–	–	20,28,217
iii) Interest accrued but not due	–	–	–	–
Total (i+ii+iii)	24,34,50,651	–	–	24,34,50,651

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration of Managing Director, Whole time Director and/or Manager:

(Amount in Rs.)

Sl. No.	Particulars of Remuneration	Name of Manager	Total Amount
		Sudeep Sarcar	
1.	Gross Salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	42,42,098	42,42,098
	(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	–	–
	Total (A)	42,42,098	42,42,098
	Ceiling as per the Act	5% of net profit	



B. Remuneration to other Directors - Contd.

(Amount in Rs.)

Sl. No.	Particulars of Remuneration	Name of Directors			Total Amount
		Raj Kumar Malhotra Non-Executive Director	Sudhir Tyagi Non-Executive Director	Ravinder Kumar Passi Non-Executive Director	
1.	Independent Directors Fee for attending Board / Committee Meetings	4,10,000	4,00,000	4,30,000	12,40,000
	Commission	–	–	–	–
	Others, please specify	–	–	–	–
	Total B(1)	4,10,000	4,00,000	4,30,000	12,40,000
2.	Other Non-Executive Directors	Rakesh Kumar Non-Executive Chairman	Dinesh Kumar Non-Executive Director	Anil Mansharamani Non-Executive Director	–
	Fee for attending Board / Committee Meetings	4,60,000	3,50,000	4,40,000	12,50,000
	Commission	–	–	–	–
	Others, Perquisite (sweat equity)	41,01,000	–	–	–
	Total B(2)	45,61,000	3,50,000	4,40,000	12,50,000

Remuneration to other Directors: - Contd.

(Amount in Rs.)

Particulars of Remuneration	Name of Directors			Total Amount
Other Non-Executive Directors	Mukesh Gupta Non-Executive Director	Babu Lal Dosi Non-Executive Director	Dinesh Kumar Non-Executive Director	
Fee for attending Board / Committee Meetings	3,00,000	90,000	3,50,000	7,40,000
Commission	–	–	–	–
Others, please specify	–	–	–	–
Total B(3)	3,00,000	90,000	3,50,000	7,40,000

Remuneration to other Directors: - Contd.

(Amount in Rs.)

Particulars of Remuneration	Name of Directors			Total Amount
Other Non-Executive Directors	Satish Dhir Non-Executive Director	Sunil Sethi Non-Executive Director	Ikramul Haq Non-Executive Director	
Fee for attending Board / Committee Meetings	3,10,000	40,000	3,30,000	6,80,000
Commission	–	–	–	–
Others, please specify	–	–	–	–
Total B(4)	3,10,000	40,000	3,30,000	6,80,000

Note:

- Details of other Non-Executive Directors continues below
- None of the Directors of the Company draws remuneration except sitting fees within prescribed limits of the Act for attending Board/Committee Meetings.



Remuneration to other Directors: - Contd.

(Amount in Rs.)

Particulars of Remuneration	Name of Directors			Total Amount
Other Non-Executive Directors	Vivek Vikas Non-Executive Director	Sunil Sikka Non-Executive Director	Lekhraj Maheshwari Non-Executive Director	
Fee for attending Board / Committee Meetings	3,60,000	1,50,000	4,00,000	9,10,000
Commission	-	-	-	-
Others, please specify	-	-	-	-
Total B(5)	3,60,000	1,50,000	4,00,000	9,10,000

Remuneration to other Directors: - Contd.

(Amount in Rs.)

Particulars of Remuneration	Name of Directors			Total Amount
Other Non-Executive Directors	Arjun Baljee % Non-Executive Director	Kamal Soni # Non-Executive Director	Sudeshwar Saran Non-Executive Director	
Fee for attending Board / Committee Meetings	NIL	1,40,000	1,30,000	2,70,000
Commission	-	-	-	-
Others, please specify	-	-	-	-
Total B(6)	NIL	1,40,000	1,30,000	2,70,000

Remuneration to other Directors: - Contd.

(Amount in Rs.)

Particulars of Remuneration	Name of Directors			Total Amount
Other Non-Executive Directors	Satinder Prakash Vadhera* Non-Executive Director	Swati Rishi ! Non-Executive Director	Vibha Chahal \$ Nominee Director, GNIDA	
Fee for attending Board / Committee Meetings	1,20,000	NIL	NIL	1,20,000
Commission	-	-	-	-
Others, please specify	-	-	-	-
Total B(6)	1,20,000	NIL	NIL	1,20,000

Remuneration to other Directors: - Contd.

(Amount in Rs.)

Particulars of Remuneration	Name of Directors				Total Amount
Other Non-Executive Directors	Bal Krishna Tripathi \$ Nominee Director, GNIDA	Janardan @ Nominee Director, GNIDA	Krishan Kumar @ Nominee Director, GNIDA	Mr. Ratnesh Kumar Jha ^ Addl. DC(H), Ministry of Textiles	
Fee for attending Board / Committee Meetings	Nil	40,000	Nil	Nil	40,000
Commission	-	-	-	-	-
Others, please specify	-	-	-	-	-
Total B(7)	Nil	40,000	Nil	Nil	40,000

Note:

- Details of other Non-Executive Directors continues below
- None of the Directors of the Company draws remuneration except sitting fees within prescribed limits of the Act for attending Board/Committee Meetings.



Total Remunerations	Amount
Total Remunerations to other Directors (B)= B(1)+ B(2)+ B(3)+ B(4)+ B(5)+ B(6)+ B(7)	93,51,000
Total Managerial Remunerations (A+B)	1,35,93,098
Overall Ceiling as per the Act	11% of the Net Profit of the Company

* Appointed as Director at the last AGM held on September 26, 2017

Ceased as Director w.e.f. September 26, 2017

% Resigned as Director w.e.f. November 21, 2017

! Appointed as Director w.e.f. December 11, 2017

\$ Appointed as Nominee Director w.e.f. December 11, 2017

@ Resigned as Nominee Director w.e.f. December 11, 2017

^ Appointed as Nominee Director w.e.f. March 23, 2018

Note: None of the Directors of the Company draws remuneration except sitting fees within prescribed limits of the Act for attending Board/Committee Meetings

C. Remuneration of Key Managerial Personnel other than MD/WTD/Manager: (Amount in Rs.)

S.No.	Particulars of Remuneration	Key Managerial Personnel		Total Amount
		Sachin Kumar Sinha Chief Financial Officer	Anupam Sharma Company Secretary	
1.	Gross Salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	34,13,040	5,56,642	39,69,682
	(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	—	—	—
	Total (C)	34,13,040	5,56,642	39,69,682

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

There were no penalties / punishment / compounding of offences for breach of any section of Companies Act against the Company or its Directors or other officers in default, if any, during the year.