

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:- : L65991TN1936 PLC001428
- ii) Registration Date : 23/11/1936
- iii) Name of the Company : Beardsell Limited
- iv) Category / Sub-Category of the Company : Company Limited by Shares / Indian Non-Government Company.
- v) Address of the Registered office and contact details : 47, Greams Road, Chennai – 600 006
Phone 044-28293296
- vi) Whether listed company Yes / No : Yes

<u>S.No.</u>	<u>Stock Exchange Name</u>	<u>Code</u>
1.	National Stock Exchange of India Limited	1024
2.	BSE Limited	1

- vii) Name, Address and Contact details of Registrar and Transfer Agent, if any:

M/s Cameo Corporate Services Limited, "SUBRAMANIAN BUILDING"
No:1, Club House Road, Chennai-600 002



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.	Manufacturing, Selling and Contacting activities in Expanded Ploystyrane, Insulation and packaging material, Prefab Panels & Solar Shield, Quikbuild Construction panels, Electric Motors, Exports and Technical Consultancy Services.	C8	93.4
2.	Retail Trading	G2	6.6



III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES¹

Sr. No.	Name and address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1.	Sarovar Insulation Pvt Ltd.	U32109TZ1999PTC008729	Subsidiary	100	2(87)



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 April 1, 2019				No. of shares held at the end of the year March 31, 2020				% Change during the year
		Demat	Physical	Total	% of total Shares	Demat	Physical	Total	% of total Shares	
(A)	Promoters and Promoter Group									
(1)	Indian									
(a)	Individuals / HUF	1,66,95,262		1,66,95,262	59.42	1,46,51,062		1,46,51,062	52.14	7.28
(b)	Central Government/State Government(s)	-	-	-	-	-	-	-	-	-
(c)	Bodies Corporate	43,39,393		43,39,393	15.44	43,39,393		43,39,393	15.44	-
(d)	Financial Institutions / Banks	-	-	-	-	-	-	-	-	-
(e)	Other- Trust	-	-	-	-	-	-	-	-	-
	Sub-Total (A) (1)	2,10,34,655		2,10,34,655	74.86	1,89,90,455		1,89,90,455	67.58	7.28
(2)	Foreign									
(a)	Individuals (Non- Resident Individuals/Foreign Individuals)	-	-	-	-	-	-	-	-	-
(b)	Bodies Corporate	-	-	-	-	-	-	-	-	-
(c)	Institutions	-	-	-	-	-	-	-	-	-
(d)	Qualified Foreign Investor	-	-	-	-	-	-	-	-	-
(e)	Any Other (specify)	-	-	-	-	-	-	-	-	-
	Sub-Total (A) (2)	-	-	-	-	-	-	-	-	-
	Total Shareholding of Promoter and Promoter Group (A)	2,10,34,655		2,10,34,655	74.86	1,89,90,455		1,89,90,455	67.58	7.28



Sr. No.	Category of shareholders	No. of shares held at the beginning of the year April 1, 2019				No. of shares held at the end of the year March 31, 2020				% Change during the year
		Demat	Physical	Total	% of total Shares	Demat	Physical	Total	% of total Shares	
(B)	Public Shareholding									
(1)	Institutions									
(a)	Mutual Funds / UTI									
(b)	Financial Institutions / Banks		24,240	24,240	0.09		24,240	24,240	0.09	-
(c)	Central Government / State Governments(s)		1,08,000	1,08,000	0.38		1,08,000	1,08,000	0.38	-
(d)	Venture Capital Funds	-	-	-	-	-	-	-	-	-
(e)	Insurance Companies									
(f)	Foreign Institutional Investors									
(g)	Foreign Venture Capital Investors									
(h)	Qualified Foreign Investor									
(i)	Foreign Portfolio Investors (Corporate)									
(j)	Any Other (specify)									
	Sub-Total (B) (1)		1,32,240	1,32,240	0.47		1,32,240	1,32,240	0.47	-
(2)	Non-Institutions									
(a)	Bodies Corporate	1,50,141	5,35,668	6,85,809	2.44	1,79,444	5,35,668	7,15,112	2.54	.10
(b)	Individuals -									
i	Individual shareholders holding nominal share capital upto ₹1 lakh	23,95,831	8,23,696	42,19,529	15.02	26,44,863	7,66,470	44,11,333	15.70	0.68



Sr. No.	Category of shareholders	No. of shares held at the beginning of the year April 1, 2019				No. of shares held at the end of the year March 31, 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 `1 lakh	18,11,900		18,11,900	6.45	34,84,712		34,84,712	12.40	5.95
(c)	Qualified Foreign Investor	-	-	-	-	-	-	-	-	-
(d)	Any Other									
i	Trusts									
ii	Foreign Companies									
iii	Clearing Members / Clearing House	12,628		12,628	0.04	1,566		1,566	0.01	0.03
iv	Alternative Investment Fund									
v	Hindu Undivided Families	1,42,692	1,242	1,43,934	0.51	2,99,729	42	2,99,771	1.07	0.56
v	IEPF Suspense A/c									
Sub-total (B) (2)		45,42,465	23,89,648	69,32,113	24.67	66,45,093	23,31,220	89,76,313	31.95	7.28
Total Public Shareholding (B) = (B)(1)+(B)(2)		45,42,465	25,21,888	70,64,533	25.14	66,45,093	24,63,460	91,08,533	32.42	7.28
TOTAL (A)+(B)										
(C)	Shares held by Custodians and against which Depository Receipts have been issued	-	-	-	-	-	-	-	-	-
GRAND TOTAL (A)+(B)+(C)		2,55,77,120	25,21,888	2,80,99,008		2,56,35,548	24,63,460	2,80,99,008	100	



ii) Shareholding of Promoters (including Promoter Group)

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year April 1, 2019			Shareholding at the end of the year March 31, 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.	ANUMOLU JAYASREE	9091614	32.36	-	9091614	32.36	-	
2.	ANUMOLU BHARAT	7603048	27.05	-	5558848	19.78	-	
3.	LALITHAMBA PANDA	600	0.0021	-	600	0	-	
4.	GUNNAM SUBBA RAO INSULATION PRIVATE LIMITED	3328320	11.8449	-	3328320	11.84	-	
5.	VILLASINI REAL ESTATE PRIVATE LIMITED	1011073	3.5982	-	1011073	3.6	-	
	TOTAL	21034655	74.8321	-	18990455	67.58	-	-

iii) Change in Promoter's (including Promoter Group) Shareholding (please specify, if there is no change)

Sr. No.	Name of the shareholder	Shareholding at the beginning of the year April 1, 2019		Date	Reason	Increase/Decrease in Shareholding		Cumulative shareholding during the year	
		No. of shares	% of total shares of the Company			No. of shares	%total shares of the Company	No. of Shares	% of Total Shares of the Company
1.	ANUMOLU JAYASREE	9091614	32.36	-	-	-		9091614	32.36
2.	ANUMOLU BHARAT	7603048	27.05	-	-	2044203	7.27	5558848	19.78
3.	LALITHAMBA PANDA	600	0	-	-	-		600	0
4.	GUNNAM SUBBA RAO INSULATION PRIVATE LIMITED	3328320	11.84	-	-	-		3328320	11.84
5.	VILLASINI REAL ESTATE PRIVATE LIMITED	1011073	3.6	-	-	-		1011073	3.6



*Forms part of the Promoter Group.

iv) Shareholding Pattern of Top ten shareholders (other than Directors, Promoters and holder of GDRs and ADRs):

Sr. No.	Top Ten Shareholders*	Shareholding at the beginning of the year April 1, 2019		Cumulative shareholding at the end of the year March 31, 2020	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1.	SUNITHA VEMULAPALLI	637350	2.2682	637350	2.2682
2.	HYDERABAD EPS PRODUCTS PVT.LTD.	300000	1.0676	300000	1.0676
3.	ANUMOLU SUBBA RAO	300000	1.0676	300000	1.0676
4.	MAHENDRA GIRDHARILAL	281000	1.0000	281000	1.0000
5.	SAROJINI VEERMACHANENI	-	-	270000	0.9608
6.	KAISER FINANCE&LEASING P LTD	224700	0.7996	224700	0.7996
7.	JYOTHSANA AKKINENI	6300	0.0224	6300	0.0224
8.	RAJESWARI VUYYURU	129600	0.4612	129600	0.4612
9.	GOVERNER OF KERALA	108000	0.3843	108000	0.3843
10.	SANDEEP VUYYURU RAMESH	92033	0.3275	84493	0.3006

*The shares of the Company are traded on daily basis and hence the datewise increase/decrease in shareholding is not indicated. Shareholding is consolidated based on permanent account number (PAN) of the shareholder.



v) Shareholding of Directors and Key Managerial Personnel:

Sr. No.	Name of the Shareholder	Date	Reason	Shareholding at the beginning of the year April 1, 2019		Cumulative shareholding at the end of the year March 31, 2020	
				No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
Directors							
1.	<i>Mrs. ANUMOLU JAYASREE</i>	01-Apr-2019		9091614	32.36	9091614	32.3556
		31-Mar-2020		9091614	32.36	9091614	32.3556
2.	Mr. GOWRI SHANKER RAMASWAMY	01-Apr-2019		7170	0.0255	7170	0.0255
		31-Mar-2020		7170	0.0255	7170	0.0255
Key Managerial Personnel							
1.	Mr. ANUMOLU BHARAT	01-Apr-2019		7603048	27.05	7603048	27.05
		31-Mar-2020		5558848	19.78	5558848	19.78
2.	Mr. SRIDHARAN V V	01-Apr-2019	600	0.0021	600	0.0021	0.0021
		31-Mar-2020		600	0.0021	600	0.0021



V. INDEBTEDNESS

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

(` crore)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
	Note 1	Note 2	Note 3	
Indebtedness at the beginning of the financial year	1853.35	377.83	117.84	2349.02
i) Principal Amount	1853.35	377.83	117.84	2349.02
ii) Interest due but not paid			2.03	2.03
iii) Interest accrued but not due				
Total (i+ii+iii)	1853.35	377.83	119.87	2351.05
Change in Indebtedness during the financial year				
• Addition		12.92	73.47	86.39
• Reduction	506.67			506.67
Net Change				
Indebtedness at the end of the financial year				
i) Principal Amount	1346.68	390.75	193.34	1930.77
ii) Interest due but not paid			0.85	0.85
iii) Interest accrued but not due				
Total (i+ii+iii)	1346.68	390.75	194.19	1931.62



VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

(` lakh)

Sr. No.	Particulars of Remuneration	Name of MD/WTD/Manager		
		Mr. Bharat Anumolu Managing Director	Mr Amrith Anumolu Executive Director	Total Amount
1.	Gross salary			
	(a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	7.7	30.40	38.1
	(b) Value of perquisites u/s 17(2) of the Income-tax Act, 1961	-	39.00	39.00
	(c) Profits in lieu of salary under Section 17(3) of the Income-tax Act, 1961	-	-	
2.	Stock Option	-	-	
3.	Sweat Equity	-	-	
4.	Commission	-	-	
	as % of profit	-	-	
5.	Others, Allowances	1.3	5.13	6.14
	Total (A)	9.1	74.53	83.63
	Ceiling as per the Act (@ 10% of profits calculated under Section 198 of the Companies Act, 2013)			



B. Remuneration to other directors:

(` lakh)

Sr. No.	Particulars of Remuneration	Sitting Fees for attending board/ committee meetings	Commission	Others, please specify	Total Amount
1.	Independent Directors				
	Mr Gurram Jangnnatha Reddy	1.35	0	0.45	1.80
	Mr A V Ram mohan	.90	0	0.30	1.20
	Total (1)	2.25	0	0.75	3.00
2.	Other Non-Executive Directors				
	Mrs A Jayasree Anumolu	1.20	-	0.40	1.60
	Mr.V.J.Singh	1.65	-	0.55	2.20
	Mr.R.Gowri Shanker	1.80		0.60	2.40
	Total (2)	4.65		1.55	6.20
	Total (B)=(1+2)	6.90		2.30	9.20
	Total Managerial Remuneration				
	Ceiling as per the Act (@1% of profits calculated under Section 198 of the Companies Act, 2013)				



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

(` lakh)

Sr. No.	Particulars of Remuneration	Key Managerial Personnel		
		Mr. V V Sridharan Chief Financial Officer	Mr. K. Murali Company Secretary	Total
1.	Gross salary			
	(a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	17.26	12.93	30.19
	(b) Value of perquisites u/s 17(2) of the Income-tax Act, 1961	1.90	1.14	3.04
	(c) Profits in lieu of salary under Section 17(3) of the Income-tax Act, 1961	-	-	
2.	Stock Option	-	-	
3.	Sweat Equity	-	-	
4.	Commission	-	-	
	as % of profit	-	-	
5.	Others, Allowances	2.85	1.79	4.64
	Total	22.01	15.86	37.87

Note: For more information, please refer the Corporate Governance Report.

VII. PENALTIES/ PUNISHMENT/COMPOUNDING OF OFFENCES:

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

