

MGT-9

Extract of Annual Return
as on the Financial Year 31.03.2019
[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	L72200TG1998PLC030081
ii.	Registration Date	03/09/1998
iii.	Name of the Company	CIGNITI TECHNOLOGIES LIMITED
iv.	Category/Sub-Category of the Company	Company limited by shares/Non-Government Company
v.	Address of the Registered office and contact details	Suit No.106&107,6-3-456/C, MGR Estates Dwarakapuri Colony,Panjagutta, Hyderabad, Telangana -500082
vi.	Whether listed company Yes/No	Yes
vii.	Name, Address and Contact details of Registrar and Transfer Agent, if any	M/s. Aarthi Consultants Pvt. Ltd. 1-2-285, Domalguda, Hyderabad-29. Tel: (040) 27642217 / 27638111 Fax: (040) 27632184 Email: info@aarthiconsultants.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:

Sl. No.	Name and Description of main products /services	NIC Code of the Product / service	% to total turnover of the company
1	Software Testing	J62011	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:-

S.No.	Name and Address of the Company	CIN/GLN	Holding/Subsidiary /Associate	% of shares held	Applicable Section
1.	Gallop Solutions Private Limited	U72400TG2005PTC045529	Subsidiary (Wholly Owned)	100%	2 (87)
2.	Cigniti Technologies (Canada) INC.	---	Subsidiary (Wholly Owned)	100%	2 (87)
3.	Cigniti Technologies (UK) Limited, UK	---	Subsidiary (Wholly Owned)	100%	2 (87)
4.	Cigniti Technologies INC., USA	---	Subsidiary (Wholly Owned)	100%	2 (87)
5.	Cigniti Technologies (Australia) Pty. Limited, AUS	---	Subsidiary (Wholly Owned)	100%	2 (87)

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

Category-wise Share Holding:-									
Category of Shareholders	No. of Shares held at the beginning of the year			No. of Shares held at the end of the year				%Change during the year	
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total		% of Total Shares
A. Promoters									
(1) Indian									
Individual/HUF	82,46,630	-	82,46,630	30.26	65,85,788	-	65,85,788	23.81	(7.3)
Central Govt	--	--	--	--	--	--	--	--	--
State Govt (s)	--	--	--	--	--	--	--	--	--
Bodies Corp.	--	--	--	--	--	--	--	--	--
Banks/FI	--	--	--	--	--	--	--	--	--
Any Other....	--	--	--	--	--	--	--	--	--
Sub-total (A) (1) :-	82,46,630	-	82,46,630	30.26	65,85,788	-	65,85,788	23.81	(7.3)
(2) Foreign									
a) NRIs - Individuals	46,17,470	-	46,17,470	16.94	34,60,019	-	34,60,019	12.51	(4.91)
b) Other - Individuals	--	--	--	--	--	--	--	--	--
c) Bodies Corp.	0	0	0	0	0	0	0	0	0
d) Banks/FI	0	0	0	0	0	0	0	0	0
e) Any Other....	0	0	0	0	0	0	0	0	0
Sub-total (A) (2):-	46,17,470	-	46,17,470	16.94	34,60,019	-	34,60,019	12.51	(4.91)
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	1,28,64,100	-	1,28,64,100	47.21	34,60,019	-	34,60,019	12.51	(4.91)
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	-	-	-	-	54108	--	54108	0.20	0.20
b) Banks / FI	5,000	--	5,000	0.01	25,207	--	25,207	0.09	0.08
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) FIs	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Fund	0	0	0	0	0	0	0	0	0
Others (specify)	17,500	0	17,500	0.06	8,608	12	8,620	0.03	(0.03)
SubTotal	22,500	0	22,500	0.07	87,923	12	87,935	0.32	0.25
2. Non Institutions									
a) Bodies Corp.									
i) Indian	16,97,217	0	16,97,217	6.23	14,74,586	0	14,74,586	5.33	(0.90)

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Category-wise Share Holding:-

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				%Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
ii) Overseas	0	0	0	0	0	0	0	0	0
b) Individuals	0	0	0	0	0	0	0	0	0
i) Individual shareholders holding nominal share capital up to Rs. 2 lakh	41,18,964	1,85,674	43,04,638	15.8	47,78,595	38,730	48,17,325	17.41	1.61
ii) Individual shareholders holding nominal share capital in excess of Rs 2 lakh	69,44,305	8,79,155	78,23,460	28.71	1,01,48,106	0	1,01,48,106	36.68	7.97
c) Others (specify)									
Clearing Members	4,46,182	--	4,46,182	1.64	3,47,803	0	3,47,803	1.26	(2.91)
Non Resident Indians/Foreign Nationals	67,236	--	67,236	0.16	4,63,459	1,250	4,64,709	1.67	1.51
NBFC	-	-	-	0	2,75,487	0	2,75,487	1.00	1.00
Trust	11	-	11	0	11	-	11	0	0
Sub-total (B) (2):-	1,33,14,100	10,64,829	1,43,78,929	52.77	1,74,88,047	42,480	1,75,30,527	63.37	13
Total Public Shareholding (B)=(B)(1)+(B) (2)	1,33,19,100	10,64,829	1,43,83,929	52.79	1,75,75,982	42,480	1,76,18,462	63.69	13.20
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	2,61,83,200	10,64,829	2,72,48,029	100%	2,76,21,789	42,480	2,76,64,269	100%	0

(ii) Shareholding of Promoters

Sl. No	Shareholder's Name	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				%Change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
1.	Pennam Sapna Chakkilam Venkata Subramanyam	37,69,000	0	37,69,000	13.83	34,58,892	0	34,58,892	12.50	(1.33)
2.	Chakkilam Venkata Subramanyam	29,58,485	0	29,58,485	10.86	29,58,485	0	29,58,485	10.69	(0.17)
3.	Chakkilam Srikanth	25,00,000	0	25,00,000	9.17	25,00,000	0	25,00,000	9.04	(0.13)
4.	C Rajeswari	11,27,303	0	11,27,303	4.14	11,27,303	0	11,27,303	4.07	(0.07)
5.	Pennam Sudhakar	5,22,470	0	5,22,470	1.92	1,127	0	1,127	0	(1.92)

(iii) Change in Promoters' Shareholding (please specify, if there is no change)

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year		Share holding 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.	Pennam Sapna				
	At the beginning of the year	37,69,000	13.83	34,58,892	12.50
	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):				
	At the end of the year	37,69,000	13.83	34,58,892	12.50
2.	C V Subramanyam				
	At the beginning of the year	29,58,485	10.86	29,58,485	10.69
	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):				
	At the end of the year	29,58,485	10.86	29,58,485	10.69
3.	Chakkilam Srikanth				
	At the beginning of the year	25,00,000	9.17	25,00,000	9.04
	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):				
	At the end of the year	25,00,000	9.17	25,00,000	9.04
4.	K Kumar Bapuji				
	At the beginning of the year	3,26,000	1.20	0	0
	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):				
	At the end of the year	3,26,000	1.20	0	0
5.	C Rajeswari				
	At the beginning of the year	11,27,303	4.14	11,27,303	4.07
	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):				
	At the end of the year	11,27,303	4.14	11,27,303	4.07
6.	Pennam Sudhakar				
	At the beginning of the year	5,22,470	1.92	1,127	0
	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):				
	At the end of the year	5,22,470	1.92	1,127	0
6.	Kukunuru Sambha Siva Rao				
	At the beginning of the year	16,60,842	6.10	0	0
	Date wise Increase /Decrease in Promoters Share holding during the year specifying the reasons for increase				
	At the End of the year	16,60,842	6.10	0	0

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

Shareholder Name	Shareholding at the beginning of the year		Share holding at the end of the year	
	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
AT THE BEGINNING OF THE YEAR				
Religare Securities Ltd	7,39,050	2.71	0	0
Venumanohar Rao Rangineni	5,52,338	2.03	8,07,968	2.92
C Mithun Chand	5,52,178	2.03	4,37,495	1.58
Prabhudas Lilladher Financial Services Pvt. Ltd.	4,18,091	1.53	2,51,020	0.91
Prabhudas Lilladher Private Limited	3,67,281	1.35	1,39,543	0.50
Anjana Bangad	2,58,751	0.95	3,21,275	1.16
Urmila Markila	1,90,637	0.70	1,88,137	0.68
Atluri Naga Deepthi	1,75,000	0.64	1,75,000	0.63
S.Lakshmi	1,53,200	0.56	19,000	0.07
Manikonda Venugopal .	1,43,665	0.53	24,112	0.09
AT THE END OF THE YEAR				
Kukunuru Samba Siva Rao	16,60,842	6.10	16,41,555	5.93
Venumanohar Rao Rangineni	5,52,338	2.03	8,07,968	2.92
C Mithun Chand	5,52,178	2.03	4,37,495	1.58
Puttaha Mahesh Kumar .	53,990	0.20	3,96,137	1.43
Anjana Bangad	2,58,751	0.95	3,21,275	1.16
Kukunuru Kumar Bapuji	3,26,000	1.20	3,17,500	1.15
Northeast Brok.Ser Ltd	0	0.00	3,14,752	1.14
Infina Finance Private Ltd	0	0.00	2,75,487	1.00
Prabhudas Lilladher Financial Services Pvt. Ltd.	4,18,091	1.53	2,51,020	0.91
Shilpa Sriram	1,02,184	0.38	2,42,282	0.88

(v) Shareholding of Directors and Key Managerial Personnel:

For Each of the Directors and KMP	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
C. V. Subramanyam				
At the beginning of the year	29,58,485	10.86	29,58,485	10.69
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):	There is no change in the total shareholding between 01-04-2018 to 31-03-2019. However due to allotment of shares on exercise of ESOPs there is change in % of holding.			
At the end of the year	29,58,485	10.86	29,58,485	10.69
C Srikanth	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
At the beginning of the year	25,00,000	9.17	25,00,000	9.04
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):	There is no change in the total shareholding between 01-04-2018 to 31-03-2019. However due to allotment of shares on exercise of ESOPs there is change in % of holding.			
At the end of the year	25,00,000	9.17	25,00,000	9.04
K. CH. Subba Rao	No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
At the beginning of the year	25,000	0.00	25,000	0
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):	There is no change in the total shareholding between 01-04-2018 to 31-03-2019. However due to allotment of shares on exercise of ESOPs there is change in % of holding.			
At the end of the year	25,000	0	25,000	0
V. Krishnan Venkatachary	No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
At the beginning of the year	18750	0	18750	0
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):	During the year 2018-19, esops have been vested and exercised.			
At the end of the year	18750	0	18750	0

V. INDEBTEDNESS**Indebtedness of the Company including interest outstanding/accrued but not due for payment**

Indebtedness at the beginning of the financial year	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
i) Principal Amount	435,557,410	159,610,000	-	595,167,410
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	435,557,410	159,610,000	-	595,167,410
Change in Indebtedness during the financial year				
Addition	-	-	-	-
Reduction	326,080,539	159,610,000	-	485,690,539
Net Change	109,476,871	-	-	109,476,871
Indebtedness at the end of the financial year	-	-	-	-
i) Principal Amount	109,476,871	-	-	109,476,871
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	109,476,871	-	-	109,476,871

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl. no.	Particulars of Remuneration	Name of MD/WTD/ Manager: C. V. Subramanyam MD	Total Amount (in Rs)
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 under section 17(3) Income tax Act, 1961	Rs.10,00,000*12 =1,20,00,000	1,20,00,000
2.	Stock Option	-	-
3.	Sweat Equity	-	-
4.	Commission - as % of profit - Others, specify...	1,20,00,000	1,20,00,000
5.	Others, please specify	-	-
6.	Total (A)	2,40,00,000	2,40,00,000
7.	Ceiling as per the Act	3,51,00,000	3,51,00,000

B. Remuneration to other directors:

Sl. no.	Particulars of Remuneration	Name of Director					Total Amount
		Mr. Ram Krishna Agarwal	Ms. Nooraine Fazal	Mr. Srinath Batni	Mr. Phaneesh Murthy	Mr. K.Ch. Subba Rao	
1.	Independent Directors · Fee for attending board / committee meetings	14,00,000	12,00,000	9,00,000	-	-	35,00,000
	· Commission · Others, please specify	23,00,000	23,00,000	23,00,000	-	-	69,00,000
	Total (1)	37,00,000	35,00,000	42,00,000	-	-	1,04,00,000
2.	Other Non-Executive Directors · Fee for attending board / committee meetings	--	--	--	-	-	--
	· commission · Others, please specify	-	-	-	-	-	-
	Total (2)	-	-	-	-	-	-
	Total (B)=(1+2)	37,00,000	35,00,000	42,00,000	-	-	1,04,00,000
	Total Managerial Remuneration	--	--	--	-	-	3,09,00,000
	Overall Ceiling as per the Act	--	--	--	-	-	3,51,00,000

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD (in Rs. Except Stock Option)

Sl. No.	Particulars of Remuneration	Key Managerial Personnel		
		Company Secretary	CFO	Total
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 under section 17(3) Income-tax Act, 1961	11,42,280	88,20,000	99,62,280
2.	Stock Option	-	18,750	-
3.	Sweat Equity	-	-	-
4.	Commission - as % of profit - others, specify...	-	-	-
5.	Others, please Specify	-	-	-
6.	Total	11,42,280	88,20,000	99,62,280

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	-	-	-	-	-
B. DIRECTORS					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	--	-	-	-	-
C. OTHER OFFICERS IN DEFAULT					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-