

**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**

<b>CIN</b>	U67120MH2008PLC188032
<b>Registration Date</b>	November 7, 2008
<b>Name of the Company</b>	Metropolitan Clearing Corporation of India Limited
<b>Category / Sub-Category of the Company</b>	Public Company/ Limited by shares
<b>Address of the Registered office and contact details</b>	4 <sup>th</sup> Floor, Vibgyor Towers, Opp. Trident Hotel, Plot No. C-62, Bandra Kurla Complex, Bandra (East), Mumbai – 400098 Tel- 022-61129000
<b>Whether listed company</b>	No
<b>Name, Address and Contact details of Registrar and Transfer Agent, if any</b>	KFin Technologies Private Limited KFintech, Tower – B, Plot No 31 & 32, Selenuim Building, Financial District, Nanakramguda, Gachibowli, Hyderabad – 500 032, Telangana, India

**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:-

<b>Name and Description of main products / services</b>	<b>NIC Code of the Product/ service</b>	<b>% to total turnover of the company</b>
Processing & Clearing services of Securities Transactions	6619	45.72%

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES**

<b>Name And Address Of The Company</b>	<b>CIN/GLN</b>	<b>Holding/ Subsidiary /Associate</b>	<b>% of shares held</b>	<b>Applicable section</b>
Metropolitan Stock Exchange of India Limited	U65999MH2008PLC185856	Holding	95.85	2(87)(ii) of the Companies Act, 2013

#### 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				No. of Shares held at the end of the year				% Change in shareholding during the year
	Demat	Physical	Total	%	Demat	Physical	Total	%	
<b>Promoter</b>									
Indian	--	--	--	--	--	--	--	--	--
Individual/HUF	--	--	--	--	--	--	--	--	--
Central Govt	--	--	--	--	--	--	--	--	--
State Govt(s)	--	--	--	--	--	--	--	--	--
Bodies Corp	283120989	2	283120991	95.85	120171444	2	120171446	95.85	--
Banks / FI	--	--	--	--	--	--	--	--	--
Any Other	--	--	--	--	--	--	--	--	--
<b>Sub-total(A)(1)</b>	283120989	2	283120991	95.85	120171444	2	120171446	95.85	--
Foreign	--	--	--	--	--	--	--	--	--
NRIs-Individuals	--	--	--	--	--	--	--	--	--
Other-Individuals	--	--	--	--	--	--	--	--	--
Bodies Corp.	--	--	--	--	--	--	--	--	--
Banks / FI	--	--	--	--	--	--	--	--	--
Any Other....	--	--	--	--	--	--	--	--	--
<b>Sub-total (A)(2):-</b>	--	--	--	--	--	--	--	--	--
<b>Public Shareholding</b>	--	--	--	--	--	--	--	--	--
Institutions	--	--	--	--	--	--	--	--	--
Mutual Funds	--	--	--	--	--	--	--	--	--
Banks / FI	--	--	--	--	--	--	--	--	--
Central Govt	--	--	--	--	--	--	--	--	--
State Govt(s)	--	--	--	--	--	--	--	--	--
Venture Capital Funds	--	--	--	--	--	--	--	--	--
Insurance Companies	--	--	--	--	--	--	--	--	--
FIIIs	--	--	--	--	--	--	--	--	--

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change in shareholding during the year
	Demat	Physical	Total	%	Demat	Physical	Total	%	
Foreign Venture Capital Funds	--	--	--	--	--	--	--	--	--
Others (specify)	--	--	--	--	--	--	--	--	--
<b>Sub-total (B)(1)</b>	--	--	--	--	--	--	--	--	--
2. Non Institutions	--	--	--	--	--	--	--	--	--
Bodies Corp. (i) Indian (ii) Overseas	1,22,49,998	2	1,22,50,000	4.15	5199543	2	5199545	4.15	--
Individuals (i) Individual shareholders holding nominal share capital upto Rs. 1 lakh (ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	--	--	--	--	--	--	--	--	--
Others(Specify)	--	--	--	--	--	--	--	--	--
<b>Sub-total (B)(2)</b>	1,22,49,998	2	1,22,50,000	4.15	5199543	2	5199545	4.15	--
<b>Total Public Shareholding (B)=(B)(1)+(B)(2)</b>	1,22,49,998	2	1,22,50,000	4.15	5199543	2	5199545	4.15	--
C. Shares held by Custodian for GDRs & ADRs	--	--	--	--	--	--	--	--	--
<b>Grand Total (A+B+C)</b>	295370987	4	295370991	100	125370991	4	125370991	100	--

ii) Shareholding of Promoters

Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
	No. of Shares	% of total Shares of the company	%of Shares Pledged / encumber red to total shares	No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	
Metropolitan Stock Exchange of India Limited	283120991	95.85	-	120171446	95.85	-	--
<b>Total</b>	<b>283120991</b>	<b>95.85</b>	<b>-</b>	<b>120171446</b>	<b>95.85</b>	<b>-</b>	<b>--</b>

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

Sr. No	For Each of the Top 10 Shareholders	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.	Metropolitan Stock Exchange of India Limited				
	At the beginning of the year	28,31,20,991	95.85	28,31,20,991	95.85
	Decrease in shareholding pursuant to Capital Reduction on August 29, 2019	162949545	-	120171446	95.85
	At the End of the year			120171446	95.85

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

Sr. No	For Each of the Top 10 Shareholders	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.	Multi Commodity Exchange of India Limited				
	At the beginning of the year	65,00,000	2.20	65,00,000	2.20
	Decrease in shareholding pursuant to Capital Reduction on August 29, 2019	3741058	-	2758942	2.20
	At the End of the year			2758942	2.20
2.	63 moons technologies limited(formerly known as Financial Technologies (I) Limited)				
	At the beginning of the year	57,50,000	1.95	57,50,000	1.95
	Decrease in shareholding pursuant to Capital Reduction on August 29, 2019	3309397	-	2440603	1.95
	At the End of the year			2440603	1.95

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

Sr. No	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
1	At the beginning of the year	-	-	-	-
	Date wise Increase/Decrease in shareholding during the year specifying the reason for increase /decrease (eg. Allotment/transfer/ bonus/sweat equity shares, etc)	-	-	-	-
	At the End of the year	-	-	-	-

## V. INDEBTEDNESS\*

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	--	--	--	--
i) Principal Amount				
ii) Interest due but not paid				
iii) Interest accrued but not				
<b>Total (i+ii+iii)</b>	--	--	--	--
Change in Indebtedness during the financial year	--	--	--	--
- Addition				
- Reduction				
<b>Net Change</b>	--	--	--	--
Indebtedness at the end of the financial year	--	--	--	--
i) Principal Amount				
ii) Interest due but not paid iii) Interest accrued but not due				
<b>Total (i+ii+iii)</b>	--	--	--	--

\* The Company has never borrowed.

*Note: Finance Cost recorded in Profit & Loss account is as per Ind AS 116 on Leases.*

## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

### A. Remuneration to Managing Director, Whole-time Directors and/or Manager Amount in rupees

Particulars of Remuneration	Mr. Balu Nair MD	Total Amount
Gross salary		
(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	6453712	6453712
(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		
Stock Option		
Sweat Equity		
Commission	--	--
- as % of profit		
- others, specify...		
Others, please specify	--	--
<b>Total (A)</b>	<b>6453712</b>	<b>6453712</b>

**B. Remuneration to other directors:**

Amount in rupees

Particulars of Remuneration	Name of the Directors			
	Mr. Vijay Ranjan	Ms. Rita Menon	Mr. Alok Mittal	Total Amount
Independent Directors · Fee for attending board committee meetings · Commission · Others, please specify	7,00,000	7,90,000	8,70,000	23,60,000
<b>Total (1)</b>	<b>7,00,000</b>	<b>7,90,000</b>	<b>8,70,000</b>	<b>23,60,000</b>
Other Non-Executive Directors · Fee for attending board committee meetings · Commission · Others, please specify	-	-	-	-
<b>Total (2)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Total (B)=(1+2)</b>	<b>7,00,000</b>	<b>7,90,000</b>	<b>8,70,000</b>	<b>23,60,000</b>
<b>Total Managerial Remuneration</b>				
Overall Ceiling as per the Act	Rs.1,00,000 (per Director/per meeting)			

**C. Remuneration to Key Managerial Personnel Other Than MD /Manager**

( Amount in rupees)

Particulars of Remuneration	Key Management Personnel		
	Mr. Krishna J. Wagle CFO	Ms. Avni Patel CS	Total
Gross salary	26,96,856	20,23,510	47,20,366
(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			
Stock Option			
Sweat Equity			
Commission - as % of profit - others, specify...			
Others, please specify			
<b>Total</b>	<b>26,96,856</b>	<b>20,23,510</b>	<b>47,20,366</b>

## 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)
<b>A. Company</b>					
Penalty	--	--	--	--	--
Punishment	--	--	--	--	--
Compounding	--	--	--	--	--
<b>B. Directors</b>					
Penalty	--	--	--	--	--
Punishment	--	--	--	--	--
Compounding	--	--	--	--	--
<b>C. Other Officers In Default</b>					
Penalty	--	--	--	--	--
Punishment	--	--	--	--	--
Compounding	--	--	--	--	--

For and on behalf of the Board of Directors

Sd/-

**Vijay Ranjan**  
Chairman & Public Interest Director  
DIN: 02346190

Sd/-

**Balu Nair**  
Managing Director & CEO  
DIN: 07027100

Date: June 16, 2020  
Place: Mumbai