

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:

1.	CIN	U74992MH2006PLC163550
2.	Registration Date	04/08/2006
3.	Name of the Company	National Commodity Clearing Limited ("NCCL")
4.	Category / Sub-Category of the Company	Category: Public Company Sub Category: Limited by Shares
5.	Address of the Registered Office and contact details	1 st Floor, Ackruti Corporate Park, L. B. S. Road, Kanjur Marg (W) Mumbai - 400078. Tel: (+91-22) – 62804900 Fax: (+91-22) – 66406713 Email: rahul.poojari@nccl.co.in
6.	Whether listed company: Yes / No	No
7.	Name, Address and Contact details of Registrar and Transfer Agent, if any	Link Intime India Private Limited, C 101, 247 Park, L.B.S Marg, Vikhroli (West), Mumbai - 400083. Contact details: 022 49186000

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	Clearing and Settlement	6619	56%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

SI. NO	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% of shares held	Applicable Section
1	National Commodity & Derivatives Exchange Limited ('NCDEX') Add.: 1 st Floor, Ackruti Corporate Park, L.B.S. Road, Kanjur Marg (West). Mumbai- 400078.	U51909MH2003PLC140116	Holding	100%	Section 2 (46) read with Section 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 during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian	-	-	-	-	-	-	-	-	-
a) Individual/ HUF	-	-	-	-	-	-	-	-	-
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt	-	-	-	-	-	-	-	-	-
d) Bodies Corp	10,57,49,994	6	10,57,50,000	100	11,55,00,000		- 11,55,00,000	100	-
e) Banks/FI	-	-	-	-	-	-	-	-	-
f) Any Other....	-	-	-	-	-	-	-	-	-
Sub-total (A) (1)	10,57,49,994	6	10,57,50,000	100	11,55,00,000		- 11,55,00,000	100	
(2) Foreign									
a) NRIs - Individuals	-	-	-	-	-	-	-	-	-
b) other – Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp	-	-	-	-	-	-	-	-	-
d) Banks / FI	-	-	-	-	-	-	-	-	-
e) Any other	-	-	-	-	-	-	-	-	-
Sub-total (A) (2)	-	-	-	-	-	-	-	-	
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	10,57,49,994	6	10,57,50,000	100	11,55,00,000		- 11,55,00,000	100	
B. Public Shareholding									
(1) Institutions									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B) (1)	-	-	-	-	-	-	-	-	

2) Non-Institutions										
a) Bodies Corp	-	-	-	-	-	-	-	-	-	-
- Indian	-	-	-	-	-	-	-	-	-	-
- Overseas	-	-	-	-	-	-	-	-	-	-
b) Individuals	-	-	-	-	-	-	-	-	-	-
- Individual shareholders holding nominal share capital upto Rs 1 lakh	-	-	-	-	-	-	-	-	-	-
- Individual shareholders holding nominal share capital in excess of Rs 1 lakh	-	-	-	-	-	-	-	-	-	-
c) Others (Specify)	-	-	-	-	-	-	-	-	-	-
Sub-total (B) (2)	-	-	-	-	-	-	-	-	-	-
Total Shareholding of Public (B) = (B) (1) + (B) (2)	-	-	-	-	-	-	-	-	-	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	10,57,49,994	6	10,57,50,000	100	11,55,00,000		- 11,55,00,000	100		

(ii) Shareholding of Promoters

SI No.	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/encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged/encumbered to total shares	
1	National Commodity & Derivatives Exchange Limited (NCDEX)	10,57,50,000 (including 6 equity shares held jointly with 6 individuals)	100%	Nil	11,55,00,000 (including 6 equity shares held jointly with 6 individuals)	100%	Nil	Nil
	Total	10,57,50,000	100%	Nil	11,55,00,000	100%	Nil	Nil

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

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.	National Commodity & Derivatives Exchange Limited ('NCDEX')				
	At the beginning of the year	10,57,49,994	99.999994	10,57,49,994	99.999994
	Increase due to allotment of 97,50,000 Equity Shares vide Rights Issue to NCDEX on September 30, 2019	97,50,000		11,54,99,994	99.999994
	At the end of the year	-	-	11,54,99,994	99.999994
2.	NCDEX j/w. Atul Roongta				
	At the beginning of the year	1	0.000001	1	0.000001
	Increase/ Decrease during the year	-	-	1	0.000001
	At the end of the year	-	-	1	0.000001
3.	NCDEX j/w. Komal Sunil Shahani				
	At the beginning of the year	1	0.000001	1	0.000001
	Increase/ Decrease during the year	-	-	1	0.000001
	At the end of the year	-	-	1	0.000001
4.	NCDEX j/w. Seema Pramod Nayak				
	At the beginning of the year	1	0.000001	1	0.000001
	Increase/ Decrease during the year	-	-	1	0.000001
	At the end of the year	-	-	1	0.000001
5.	NCDEX j/w. Kapil Dev				
	At the beginning of the year	1	0.000001	1	0.000001
	Increase/ Decrease during the year	-	-	1	0.000001
	At the end of the year	-	-	1	0.000001
6.	NCDEX j/w. Poornima Santosh Shetty				
	At the beginning of the year	1	0.000001	1	0.000001
	Increase/ Decrease during the year	-	-	1	0.000001
	At the end of the year	-	-	1	0.000001
7.	NCDEX j/w. Suresh R Nair				
	At the beginning of the year	1	0.000001	1	0.000001
	Decrease due to transfer of share from NCDEX j/w. Suresh Nair to NCDEX j/w. Hitesh Vallabhaji Savla on May 14, 2019	(1)	(0.000001)	NIL	NIL
	At the end of the year	-	-	NIL	NIL
8.	NCDEX j/w. Hitesh Vallabhaji Savla				
	At the beginning of the year	NIL	NIL	NIL	NIL
	Increase due to transfer of share from NCDEX j/w. Suresh Nair to NCDEX j/w. Hitesh Vallabhaji Savla on May 14, 2019	1	0.000001	1	0.000001
	At the end of the year	-	-	1	0.000001

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

NCCL is the wholly-owned Subsidiary of NCDEX

Sl. 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.	At the beginning of the year	Nil	Nil	Nil	Nil
2.	Date wise Increase/Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/ transfer/bonus/sweat equity etc):	Nil	Nil	Nil	Nil
3.	At the End of the year (or on the date of separation, if separated during the year)	Nil	Nil	Nil	Nil

(v) Shareholding of Directors and Key Managerial Personnel:

Sl. 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.	Mr. R Ramaseshan				
	At the beginning of the year	NIL	NIL	NIL	NIL
	At the end of the year	-	-	NIL	NIL
2.	Mr. R Venkatraman				
	At the beginning of the year	NIL	NIL	NIL	NIL
	At the end of the year	-	-	NIL	NIL
3.	Mr. Siddhartha Roy				
	At the beginning of the year	NIL	NIL	NIL	NIL
	At the end of the year	-	-	NIL	NIL
4.	Mrs. Shanthi Srikant				
	At the beginning of the year	NIL	NIL	NIL	NIL
	At the end of the year	-	-	NIL	NIL
5.	Mr. Rajiv Relhan				
	At the beginning of the year	NIL	NIL	NIL	NIL
	At the end of the year	-	-	NIL	NIL
6.	Mr. Atul Roongta: 1 equity share along with NCDEX				
	At the beginning of the year	1	0.00	1	0.00
	At the end of the year	-	-	1	0.00
7.	Ms. Komal Shahani: 1 equity share along with NCDEX				
	At the beginning of the year	1	0.00	1	0.00
	At the end of the year	-	-	1	0.00

8.	Mr. Rahul Poojari				
	At the beginning of the year	NIL	NIL	NIL	NIL
	At the end of the year	-	-	NIL	NIL

V. INDEBTEDNESS

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	NIL	NIL	NIL	NIL
ii) Interest due but not paid	NIL	NIL	NIL	NIL
iii) Interest accrued but not due	NIL	NIL	NIL	NIL
Total (i+ii+iii)	NIL	NIL	NIL	NIL
Change in Indebtedness during the financial year				
- Addition	NIL	NIL	NIL	NIL
- Reduction	NIL	NIL	NIL	NIL
Net Change	NIL	NIL	NIL	NIL
Indebtedness at the end of the financial year				
i) Principal Amount	NIL	NIL	NIL	NIL
ii) Interest due but not paid	NIL	NIL	NIL	NIL
iii) Interest accrued but not due	NIL	NIL	NIL	NIL
Total (i+ii+iii)	NIL	NIL	NIL	NIL

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

(Amount in Rs.)

Sl. no.	Particulars of Remuneration	Mr. Rajiv Relhan Managing Director & Chief Executive Officer
1.	Gross salary	
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (includes Provident Fund Contribution)	1,04,84,489
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	2,41,596
	(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	11,61,387
	Total	1,18,87,472
	Ceiling as per the Companies Act, 2013	The Company has obtained the approval of the shareholders for the payment of above remuneration pursuant to the provisions of Schedule V of the Companies Act, 2013

*The above-mentioned remuneration includes company contribution towards PF, Variable Pay and excludes gratuity. The above remuneration excludes 50% of total variable pay for FY 2018-19 to be paid on deferred basis after 3 years and includes remaining 50% of the variable pay for FY 2018-19 which has been paid during FY 2019-20 as per the Securities Contracts (Regulation) (Stock Exchanges and Clearing Corporations) Regulations, 2018.

B. Remuneration to other Directors:

(Amount in Rs.)

Sl. no.	Particulars of Remuneration	Name of Directors				Total Amount
1.	Independent Directors	Mr. R Ramaseshan	Mr. R Venkatraman	Mr. Siddhartha Roy	Mrs. Shanthi Srikant	
	Fee for attending board committee meetings	10,60,000	9,90,000	7,30,000	10,30,000	38,10,000
	Commission	--	--	--	--	--
	Others, please specify	--	--	--	--	--
	Total (1)	10,60,000	9,90,000	7,30,000	10,30,000	38,10,000
2.	Other Non-Executive Director(s)	Mr. Atul Roongta				
	Fee for attending board committee meetings	--	--	--	--	--
	Commission	--	--	--	--	--
	Others, please specify	--	--	--	--	--
	Total (2)	--	--	--	--	--
	Total Managerial Remuneration (1) + (2)	10,60,000	9,90,000	7,30,000	10,30,000	38,10,000
	Overall Ceiling as per the Companies Act, 2013	Rs. 1,00,000 per member per meeting				

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

(Amount in Rs.)

Sl. no.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Mr. Rahul Poojari Company Secretary	**Ms. Komal Shahani Chief Financial Officer	Total
1.	Gross salary	--			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961. (includes Provident Fund Contribution)	--	15,26,040	45,97,722	61,23,762
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	--	-	2,24,400	2,24,400
	(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	--	2,06,965	5,98,324	8,05,289
	Total	--	17,33,005	54,20,446	71,53,451

*The above-mentioned remuneration includes company contribution towards PF, Variable Pay and excludes gratuity. Variable pay for FY 2018-19 has been paid in June 2019.

**For the Chief Financial Officer, the above remuneration excludes 50% of total variable pay for FY 2018-19 to be paid on deferred basis after 3 years and includes remaining 50% of the variable pay for FY 2018-19 which has been paid during FY 2019-20 as per the Securities Contracts (Regulation) (Stock Exchanges and Clearing Corporations) Regulations, 2018.

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		None			
Punishment		None			
Compounding		None			
B. DIRECTORS					
Penalty		None			
Punishment		None			
Compounding		None			
C. OTHER OFFICERS IN DEFAULT					
Penalty		None			
Punishment		None			
Compounding		None			

For and on behalf of the Board of Directors

sd/-

R. Ramaseshan

Chairman

DIN: 00200373

Place: Mumbai

Date: June 5, 2020