### THIRDWAVE FINANCIAL INTERMEDIARIES LIMITED 28th ANNUAL REPORT 2017-2018

Annexure B

## EXTRACT OF ANNUAL RETURN – Form MGT9 As on financial year ended on 31.03.2018

### Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.

#### I.REGISTRATION & OTHER DETAILS:

1.	CIN	L72300WB1989PLC046886
2.	Registration Date	16/05/1989
3.	Name of the Company	THIRDWAVE FINANCIAL INTERMEDIARIES LIMITED
4.	Category/Sub-category of the Company	COMPANY LIMITED BY SHARES
5.	Address of the Registered office & contact details	601 Ambuja Neotia Ecocentre, EM-4, Sector V, Kolkata – 700 091
6.	Whether listed company	LISTED
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	NICHE TECHNOLOGIES PRIVATE LIMITED D-511, BAGREE MARKET , 71 , B.R.B. BASU ROAD , KOLKATA - 700001. PHONE NO. 03322357270, 03322357271

## 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)

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	FINANCING & INVESTING IN SECURITIES		100%

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

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	NIC Code of the	% to total
	products / services	Product/ service	turnover of the
			company
1		NA	

### **IV. SHARE HOLDING PATTERN** (Equity Share Capital Breakup as percentage of Total Equity) Category –wise Share Holding.

Category of						No. of Shares held at the				
Shareholders	beginning of the year [As on 31-March 2017]				end of the 31-March	% change during the year				
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares		
A.PROMOTERS										
Indian										
Individual/ HUF	148910	-	148910	6.745	148910	-	148910	6.745	-	
Central Govt.	-	-	-	-	-	-	-	-	-	
State Govt(s)	-	-	-	-	-	-	-	-	-	
Bodies Corp.	758890	-	758890	34.376	858890	-	858890	38.906	4.530	
Banks/FI	-	-	-	-	-	_	-	-	-	
Any other	-	-	-	-	-	-	-	-	-	
Total Shareholding of Promoter (A)		-	907800	41.122	1007800	-	1007800	45.651	4.530	
B. Public Shareholding	5									
1.Institutions										

(a)Mutual Funds	_	136200	136200	6.170	_	136200	136200	6.170	_
(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):-	-	136200	136200	6.170	-	136200	136200	6.170	-
2.Non- Institutions									
(a)Bodies Corp.									
(i)Indian	485801	10000	495801	22.459	385801	10000	395801	17.929	(-)4.53
(ii)Overseas	-	-	-	-	-	-	-	-	-
(b)Individuals									
(i)Individual Shareholders holding nominal Share capital upto Rs.1 Lakh	57919	22600	80519	3.647	57969	22600	80569	3.650	0.003
(ii)Individual Shareholders holding nominal Share capital in excess to Rs.1 Lakh	289200	296000	585200	26.508	289200	296000	585200	26.508	0.000
(c)Others (Specify)	-	-	-	-	-	-	-	-	-
Non Resident Indians	-	-	-	-	-	-	-	-	-
Overseas Corporate Bodies	-	-	-	-	-	-	-	-	-
Foreign Nationals	-	-	-	-	-	-	-	-	-
Clearing Members	2080	-	2080	0.094	2030	-	2030	0.092	(-)0.002
Trusts	-	-	-	-	-	-	-	-	-
Foreign Bodies – D R	-	-	-	-	-	-	-	-	-
Sub- total (B)(2) :-	835000	328600	1163600	52.709	735000	328600	1063600	48.179	(-)4.530
Total Public Shareholding (B)=(B)(1) + (B)(2)	835000	464800	1299800	58.878	735000	464800	1199800	54.349	(-)4.530
C.Shares held by Custodian for GDRs & ADTRs	-	-	-	-	-	-	-		-
Grand Total (A+B+C)	1742800	464800	2207600	100.00	1742800	464800	2207600	100.00	

#### **B. Shareholding of Promoter:-**

S	Shareholder's Name				Shareholding 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/ ecumbered to total shares	
1	Siddhant Agarwal	148910	6.745	-	148910	6.745	-	-
2	Talwar Steels (P) Ltd	601890	27.264	-	701890	31.794	-	4.529
3	Prudent Man & Ind Con (P) Ltd	157000	7.112	-	157000	7.112	-	-

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

SN	Particulars	Shareholding a		Cumulative Shareho	olding during the	
		beginning of the	ne year	year		
		No. of	% of total	No. of shares	% of total	
		shares	shares of the		shares of the	
			company		company	
	At the beginning of	907800	41.122	907800	41.122	
	the year					
	Date wise Increase /	100000	4.53	1007800	45.652	
	Decrease in	(14/04/17)				
	Promoters	Creeping				
	Shareholding during	acquisition				
	the year specifying					
	the reasons for					
	increase / decrease					
	(e.g. allotment					
	/transfer / bonus/					
	sweat equity etc.)					
	At the end of the year	907800	41.122	1007800	45.652	

# D) Shareholding Pattern of top ten Shareholders: (Other than Directors, Promoters and Holders of GDRs and ADRs):

SN	For Each of the Top 10 Shareholders	Shareholdi of the year	ng at the beginning	Cumulative S year	Shareholding during the
		No.of	% of total	No.ofshares	% of total
		shares	shares of the		shares of the
			company		company
1	Agra Capitals (P) Ltd	33738	1.528	33738	1.528
2	Hariom Agro Foods (P) Ltd	200000	9.060	200000	9.060
3	Impression Tradelinks (P) Ltd	22000	0.997	22000	0.997
4	J M Trustee Co Ltd	136200	6.170	136200	6.170
5	Kamalpur Finance Ltd	100000	4.530	-	-
6	Kanupriya Agarwal	30000	1.359	-	-
7	Manav Agarwal	-	-	30000	1.359
8	Meghna Shah	25000	1.132	25000	1.132
9	Nirmal Kumar Agarwal	40000	1.812	40000	1.812
10	Sanjay Kumar Agarwal	100000	4.530	100000	4.530
11	Sapna Agarwal	99200	4.494	99200	4.494
12	Utsav Industries (P) Ltd	96383	4.366	96383	4.366
	At the end of the year	882521	39.976	782521	35.447

E) Shareholding of Directors and Key Managerial Personnel:

SN	Shareholding of each Directors and each Key Managerial Personnel		Shareholding at the beginning of the year		ve Shareholding during the year
		No.of	% of total	No. of	% of total
		shares	shares of	shares	shares of the
			the		company
			company		
1	None				
	At the beginning of the year	-	-	-	
	Date wise Increase / Decrease in	-	-	-	
	Promoters Shareholding during the	-			
	year specifying the reasons for				
	increase /decrease (e.g. allotment /				
	transfer / bonus/ sweat equity etc.):				
	At the end of the year	-	-		

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

	Secured Loans Excluding deposits	Unsecured Loans	Deposit	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	-	87,00,000	-	87,00,000
ii) Interest accrued but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	-	-	-
Change in Indebtedness during the financial year				
* Addition	-	_	-	-
* Reduction	-	-	-	-
Net Change	-	-	-	-
Indebtedness at the end of the financial year				
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
TOTAL ( i+ii+iii)	-	87,00,000	-	87,00,000

#### VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

**A.** Remuneration to Managing Director, Whole-time Directors and/or Manager (Rs.)

SN.	Particulars of Remuneration	Name	e of MD/W	TD/ Mana	iger	Total Amount
			WTD			
1	Gross salary					
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-	ı	-	-
	(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	-	-	-	-	-
	(a. 1.0.)	1	I	ı	1	I
2	Stock Option	-	-	-	-	-
3	Sweat Equity	-	-	-	-	-
4	Commission - as % of profit - others, specify	-	-	-	-	-
5	Others, please specify	-	-	-	-	-
	Total (A)	-	-	-	-	-
	Ceiling as per the Act					

#### VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

**B.** Remuneration to other directors : (Rs.)

SN.	Particulars of Remuneration		Name of Directors			Total Amount
1	Independent Directors	-	-	-	-	-
	Fee for attending board committee meetings	-	-	-	-	-
	Commission	-	-	-	-	-
	Others, please specify	-	-	-	-	-
	Total (1)	-	-	-	-	-
2	Other Non-Executive Directors	-	-	-	-	-
	Fee for attending board committee meetings	-	-	-	-	-

### VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-B.Remuneration to other directors :

(Rs.)

SN.	Particulars of Remuneration	Name of Directors				Total Amount
	Commission	-	-	-	-	-
	Others, Please Specify	-	-	-	-	-
	Total (2)	-	-	-	-	-
	Total (B) = $(1+2)$	-	-	-	-	-
	Total Managerial Remuneration	-	-	-	-	-
	Overall Ceiling as per Act	-	-	-	-	-

#### C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD (Rs.)

SN	Particulars of	Key Managerial Personnel							
	Remuneration	Saloni Sharma (CS), Samir Chakraboty (CFO)							
		CEO	CS	CFO	Total				
	Gross salary	-	1,94,680	68,326	-				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-	-	-				
	(b) Value of perquisites u/s 17(2) Incometax 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	-	1,94,680	68,326	-				

#### VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of	Brief	Details of	Authority	Appeal made, if any						
	The	Description	Penalty/	[RD/NCLT/COURT]	(give Details)						
	CompaniesAct		Punishment/								
			Compounding								
			fees imposed								
A.COMPANY											
Penalty	-	-	-	-	-						
Punsihment	-	-	-	-	-						
Compounding	-	-	-	-	-						
<b>B.DIRECTORS</b>											
Penalty	-	-	=	-	-						
Punsihment	-	-	=	-	-						
Compounding	-	-	-	-	-						
C.OTHER OFFICERS IN DEFAULT											
Penalty	-	-	=	-	-						
Punsihment	-	-	-	-	-						
Compounding	-	-	-	-	-						

Place : Kolkata For and on behalf of the Board Dated : 2nd Day of August, 2018 Suman Agarwal (DIN : 06955583) For and on behalf of the Board Vinay Kumar Agarwal (DIN: 00149999)