

Annual Report 2019-2020

Annexure 'A'

Form No. MGT-9

EXTRACT OF ANNUAL RETURN

As on financial year ended 31-03-2020

[Pursuant to Section 92(3) of the Companies act, 2013 read with
[The Companies (Management and Administration) Rules, 2014]

A. REGISTRATION AND OTHER DETAILS:

CIN:-	L45203MH2008PLC178061
Registration Date:	21.01.2008
Name of the Company:	Kesar Terminals & Infrastructure Limited
Category / Sub-Category of the Company	Public Company Limited by Shares
Address of the Registered office and contact details:	Oriental House, 7, Jamshedji Tata Road, Churchgate, Mumbai - 400 020. Phone: 022 22042396 email: headoffice@kesarindia.com
Whether listed company	Yes
Name, Address and Contact details of Registrar and Transfer Agent, if any	SHAREX DYANAMIC (INDIA) PVT. LTD C-101, 247 PARK, LBS MARG, VIKHROLI WEST MUMBAI-400083. Phone: 022 28515606, email: sharexindia@vsnl.com

B. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:

Sr. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
a.	Storage & Handling Services of Liquid Chemicals	52109	100%

C. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name and address of the company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held
a.	Kesar Multimodal Logistics Limited Oriental House, 7, Jamshedji Tata Road, Churchgate, Mumbai - 400 020.	U74120MH2011PLC222597	Subsidiary Company	100%

D. SHARE HOLDING PATTERN

i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year 31-03-2019				No. of Shares held at the end of the year 31-03-2020				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. PROMOTER'S									
(1). INDIAN		0				0			0
		0				0			0
(a). Individual	1787133	33236	1820369	16.660	1807206	13163	1820369	16.660	0
(b). Central Govt.		0				0			0
(c). State Govt(s).		0				0			0
(d). Bodies Corp.	4727245	0	4727245	43.264	4727245	0	4727245	43.264	0
(e). FIINS / BANKS.		0				0			0
(f). Any Other		0				0			0
Sub-total (A) (1):-	6514378	33236	6547614	59.924	6534451	13163	6547614	59.924	0

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Category of Shareholders	No. of Shares held at the beginning of the year 31-03-2019				No. of Shares held at the end of the year 31-03-2020				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(2). FOREIGN									
(a). Individual NRI / For Ind		0				0			0
(b). Other Individual		0				0			0
(c). Bodies Corporates		0				0			0
(d). Banks / FI		0				0			0
(e). Qualified Foreign Investor		0				0			0
(f). Any Other Specify		0				0			0
Sub-total (A) (2):-	0	0	0	0	0	0	0	0	0
Total shareholding of Promoter (A) = (A) (1)+(A)(2)	6514378	33236	6547614	59.924	6534451	13163	6547614	59.924	0
(B) (1). PUBLIC SHAREHOLDING									
(a). Mutual Funds	0	145	145	0.001	0	145	145	0.001	0.000
(b). Banks / FI	573	1008	1581	0.014	573	938	1511	0.014	0.000
(c). Central Govt.	82515	0	82515	0.755	89033	0	89033	0.815	0.060
(d). State Govt.		0				0			0.000
(e). Venture Capital Funds		0				0			0.000
(f). Insurance Companies	527196	0	527196	4.825	527196	0	527196	4.825	0.000
(g). FIs	35000	0	35000	0.320		0			-0.320
(h). Foreign Venture Capital Funds		0				0			0.000
(i). Others (specify)		0				0			0.000
Sub-total (B)(1):-	645284	1153	646437	5.915	616802	1083	617885	5.655	-0.26
2. Non-Institutions									
(a). BODIES CORP.									
(i). Indian	624230	1294	625524	5.725	556199	1294	557493	5.102	-0.623
(ii). Overseas		0				0			0.000
(b). Individuals									
(i) Individual shareholders holding nominal share capital upto ₹1 lakh	2383032	203013	2586045	23.668	2486405	187492	2673897	24.472	0.804

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Category of Shareholders	No. of Shares held at the beginning of the year 31-03-2019				No. of Shares held at the end of the year 31-03-2020				% 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	305397	0	305397	2.795	424014	0	424014	3.881	1.086
(c). Other (specify)									
Non Resident Indians	138424	0	138424	1.267	73326	0	73326	0.671	-0.596
Overseas Corporate Bodies		0				0			0
Foreign Nationals		0				0			0
Clearing Members	77034	0	77034	0.705	32246	0	32246	0.295	-0.41
Trusts		0				0			0
Foreign Boodies - D R		0				0			0
Sub-total (B)(2):-	3528117	204307	3732424	34.16	3572190	188786	3760976	34.421	0.261
Total Public Shareholding (B)=(B)(1)+ (B)(2)	4173401	205460	4378861	40.075	4188992	189869	4378861	40.076	0.001
C. Shares held by Custodian for GDRs & ADRs		0				0			0.000
Grand Total (A+B+C)	10687779	238696	10926475	100.00	10723443	203032	10926475	100.00	0.00

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(ii) Shareholding of Promoters

Sr. No	Shareholder's Name	Shareholding at the beginning of the year			ShareHolding at the end of the Year			% changes in share holding 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	KESAR CORPORATION PVT LTD	3014439	27.5884	0.0000	3014439	27.5884	0.0000	0.0000
2	KESAR ENTERPRISES LTD.	1040000	9.5182	0.0000	1040000	9.5182	0.0000	0.0000
3	VINAYAK VASUDEO SAHASRABUDHE	640348	5.8605	0.0000	640348	5.8605	0.0000	0.0000
4	HARSH RAJNIKANT KILACHAND	498738	4.5645	0.0000	498738	4.5645	0.0000	0.0000
5	INDIAN COMMERCIAL CO PVT LTD	338174	3.0950	0.0000	338174	3.0950	0.0000	0.0000
6	SEEL INVESTMENT PVT LTD	319852	2.9273	0.0000	319852	2.9273	0.0000	0.0000
7	ROHAN HARSH KILACHAND	305241	2.7936	0.0000	305241	2.7936	0.0000	0.0000
8	ROHITA HARSH KILACHAND	303409	2.7768	0.0000	303409	2.7768	0.0000	0.0000
9	HARSH RAJNIKANT KILACHAND HUF	39929	0.3654	0.0000	39929	0.3654	0.0000	0.0000
10	RAJNIKANT A KILACHAND HUF	20073	0.1837	0.0000	20073	0.1837	0.0000	0.0000
11	INDIA CARAT PVT LTD	14780	0.1353	0.0000	14780	0.1353	0.0000	0.0000
12	SHREEMATI AMBALAL KILACHAND	12631	0.1156	0.0000	12631	0.1156	0.0000	0.0000
13	AMRISH RAJNIKANT KILACHAND*	43	0	0	0	0	0	0
14	RAMILA RAJNIKANT KILACHAND*	14	0	0	0	0	0	0
15	MADHAVI HARSH KILACHAND**	0	0	0	0	0	0	0

Note: *Shares had been transferred to IEPF a/c.

** Inter se transfer of shares among promoter group from Madhavi Kilachand to Vinayak VasudeoSahasrabudhe Harsh Family Trust.

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iii. Change in Promoter's Shareholding (Please specify, if there is no change)

Sr. No	Shareholder's Name	Shareholding at the Beginning of the Year			Shareholding at the end of the Year			% of total Shares of the company
		No.of Shares at the beginning /end of the Year	% of the Shares of the company	Date	Increasing/ Decreasing in shareholding	Reason	No.of shares	
NO CHANGE								

iv. Shareholding pattern of top ten Shareholders (other than Directors, promoters and Holders of GDRs and ADRs):

Sr. No	Name	No.of Shares at the beginning /end of the Year	% of the Shares of the company	Date	Increasing/ Decreasing in shareholding	Reason	No.Of shares	% of total Shares of the company
1	THE ORIENTAL INSURANCE COMPANY LIMITED	459488	4.205	01-04-2019				
	Closing Balance			31-03-2020		No Change	459488	4.205
2	MENTOR CAPITAL LIMITED	362769	3.32	01-04-2019				
				10-01-2020	-50000	Sold	312769	2.862
				14-02-2020	-100000	Sold	212769	1.947
	Closing Balance			31-03-2020			212769	1.947
3	AUTHUM INVESTMENT AND INFRASTRUCTUR	0	0	01-04-2019				
				10-01-2020	50000	Buy	50000	0.458
				14-02-2020	100000	Buy	150000	1.373
	Closing Balance			31-03-2020			150000	1.373
4	RAJU BHANDARI	93229	0.853	01-04-2019				
				05-04-2019	1761	Buy	94990	0.869
				12-04-2019	-600	Sold	94390	0.864
				19-04-2019	-588	Sold	93802	0.858
				26-04-2019	-352	Sold	93450	0.855
				10-05-2019	-233	Sold	93217	0.853
				24-05-2019	-2201	Sold	91016	0.833
				31-05-2019	-1493	Sold	89523	0.819
				29-06-2019	440	Buy	89963	0.823
				05-07-2019	1460	Buy	91423	0.837
				12-07-2019	-648	Sold	90775	0.831
				19-07-2019	5	Buy	90780	0.831
				09-08-2019	-204	Sold	90576	0.829
				30-08-2019	1115	Buy	91691	0.839
				13-09-2019	-50	Sold	91641	0.839
				27-09-2019	12302	Buy	103943	0.951
				18-10-2019	1000	Buy	104943	0.96
				01-11-2019	71	Buy	105014	0.961
				08-11-2019	3247	Buy	108261	0.991

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Sr. No	Name	No.of Shares at the beginning /end of the Year	% of the Shares of the company	Date	Increasing/ Decreasing in shareholding	Reason	No.Of shares	% of total Shares of the company
				22-11-2019	562	Buy	108823	0.996
				29-11-2019	-101	Sold	108722	0.995
				06-12-2019	-450	Sold	108272	0.991
				27-12-2019	1970	Buy	110242	1.009
				31-12-2019	-1300	Sold	108942	0.997
				03-01-2020	1239	Buy	110181	1.008
				10-01-2020	2971	Buy	113152	1.036
				17-01-2020	-96	Sold	113056	1.035
				24-01-2020	374	Buy	113430	1.038
				31-01-2020	783	Buy	114213	1.045
				07-02-2020	221	Buy	114434	1.047
				14-02-2020	513	Buy	114947	1.052
				06-03-2020	7973	Buy	122920	1.125
				13-03-2020	2839	Buy	125759	1.151
				20-03-2020	6694	Buy	132453	1.212
				27-03-2020	329	Buy	132782	1.215
	Closing Balance			31-03-2020	-300	Sold	132482	1.212
5	INVESTOR EDUCATION AND PROTECTION FUND AUTHORITY MINISTRY OF CORPORATE AFFAIRS	82515	0.755	01-04-2019				
				05-07-2019	-291	Sold	82224	0.753
				29-11-2019	6809	Buy	89033	0.815
	Closing Balance			31-03-2020			89033	0.815
6	NATIONAL INSURANCE COMPANY LTD	67708	0.62	01-04-2019				
	Closing Balance			31-03-2020		No Change	67708	0.62
7	MUKESH BABU FINANCIAL SERVICES LIMITED	58240	0.533	01-04-2019				
	Closing Balance			31-03-2020		No Change	58240	0.533
8	ROMESH KUMAR GOEL	8300	0.076	01-04-2019				
				26-04-2019	13070	Buy	21370	0.196
				23-08-2019	21588	Buy	42958	0.392
				27-09-2019	342	Buy	43300	0.396
				01-11-2019	200	Buy	43500	0.398
				13-12-2019	100	Buy	43600	0.399
				20-12-2019	1	Buy	43601	0.399
				31-12-2019	-100	Sold	43501	0.398
				10-01-2020	100	Buy	43601	0.399
	Closing Balance			31-03-2020			43601	0.399

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Sr. No	Name	No.of Shares at the beginning /end of the Year	% of the Shares of the company	Date	Increasing/ Decreasing in shareholding	Reason	No.Of shares	% of total Shares of the company
9	Gaurang Navinchandra Shah HUF	37588	0.344	01-04-2019				
	Closing Balance			31-03-2020		No Change	37588	0.344
10	Gaurang Navinchandra Shah	41518	0.38	01-04-2019				
				05-04-2019	500	Buy	42018	0.385
				26-04-2019	1878	Buy	43896	0.402
				17-05-2019	1206	Buy	45102	0.413
				31-05-2019	-2000	Sold	43102	0.394
				07-06-2019	1900	Buy	45002	0.412
				29-06-2019	-3984	Sold	41018	0.375
				05-07-2019	-6000	Sold	35018	0.32
				23-08-2019	807	Buy	35825	0.327
				13-09-2019	-807	Sold	35018	0.32
	Closing Balance			31-03-2020			35018	0.32
11	ROYCE VENTURES PVT LTD	33980	0.311	01-04-2019				
	Closing Balance			31-03-2020		No Change	33980	0.311
12	PREMIER INVESTMENT FUND LIMITED	35000	0.32	01-04-2019				
	Closing Balance			30-08-2019	-35000	Sold	0	0

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

Sr. No	Name	Shareholding at the beginning of the year		Date of Transaction	Increase or Decrease in shareholding	Reason	Cumulative Shareholding during the year	
		No. of Shares at the beginning / end of the Year	% of the Shares of the company				No. of shares	% of total Shares of the company
1	Harsh Rajnikant Kilachand	4,98,738	4.56	-	-	-	4,98,738	4.56
2	Anil Kumar Ruia	1456	0.013				1456	0.013
3.	Jayant Narayan Godbole	0	0	-	-	-	0	0
4.	Rajendra Singh Loona	0	0	-	-	-	0	0
5	Nilima Mansukhani	0	0	-	-	-	0	0
6	Jayanto Kumar Devgupta	291	0.003				291	0.003

Note : The key managerial personnel of the company do not hold any shares of the company.

E. 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	5,49,58,399	-	-	5,49,58,399
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	6,26,856	-	-	6,26,856
Total (i+ii+iii)	5,55,85,255	-	-	5,55,85,255
Change in Indebtedness during the financial year				
• Addition	60,75,000	-	-	60,75,000
• Reduction	5,48,94,234	-	-	5,48,94,234
Net Change	(4,88,19,234)	-	-	(4,88,19,234)
Indebtedness at the end of the financial year				
i) Principal Amount	6,762,097	-	-	6,762,097
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not	3,923	-	-	3,923
Total (i+ii+iii)	67,66,020	-	-	67,66,020

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F. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sr. No.	Particulars of Remuneration	Name of MD/WTD/ Manager Shri H R Kilachand	Total Amount
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	1,19,15,000	1,19,15,000
	(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		
2	Stock Option		
3	Sweat Equity		
4	Commission		
	- as % of profit		
	- others, specify...		
5	Others, please specify		
	Total (A)	1,19,15,000	1,19,15,000
	Ceiling as per the Act		

B. Remuneration to other directors:

Particulars of Remuneration	Name of Directors			Total Amount
	Shri A S Ruia	Shri J N Godbole	Shri R S Loona	
1. Independent Directors				
• Fee for attending board / committee meetings	2,80,000	2,40,000	3,00,000	8,20,000
• Commission	2,00,000	2,00,000	2,00,000	6,00,000
• Others, please specify				
Total (1)				
2. Other Non-Executive Directors	Shri J K Devgupta	Mrs. Nilima Ashok Mansukhani		
• Fee for attending board / committee meetings	1,20,000	2,20,000		3,40,000
• Commission	2,00,000	2,00,000		4,00,000
• Others, please specify				
Total (2)				
Total (B)=(1+2)				
Total Managerial Remuneration				
Overall Ceiling as per the Act				

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C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

Sr No.	Particulars of Remuneration	Key Managerial Personnel			
		CFO Shri V J Doshi	Company Secretary Sarika Singh	CEO Navlesh Kumar	Total
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	91,21,699	12,15,612	47,69,866	1,51,07,177
	(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	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission				
	- as % of profit				
	- others, specify...	-	-	-	-
5	Others, please specify	-	-	-	-
Total		91,21,699	12,15,612	47,69,866	1,51,07,177

G. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES: NIL

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment / Compounding fees imposed	Authority [RD / NCLT/ COURT]	Authority [RD / NCLT/ COURT]
A. COMPANY					
Penalty					
Punishment					
Compounding					
B. DIRECTORS					
Penalty					
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment					
Compounding					