

Annexure - A

FORM NO. MGT 9

EXTRACT OF ANNUAL RETURN

As on financial year ended on, 31.03.2024

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

I. REGISTRATION & OTHER DETAILS:

1.	CIN	L85110KA1990PLC011303
2.	Registration Date	22/10/1990
3.	Name of the Company	Smiths & Founders (India) Limited
4.	Category/Sub-category of the Company	Company Limited by Shares / Indian Non-government Company
5.	Address of the Registered office & contact details	No.505, 5 th Floor, Brigade Rubix, No.20, HMT Main Road, Bangalore 560 013, Karnataka Phone: 080-29724155
6.	Whether listed company	Yes
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Integrated Registry Management Services Private Limited, Ramana Residency, 4 th Cross, Sampige Road, Malleswaram, Bangalore 560 003 Phone: 080-23460815/6/7/8, Fax: 080-23460819

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Manufacture of closed die steel forgings and machined parts	7326	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -

Sr.No	Name and Address of the Company	CIN/GIN	Holding/Subsidiary/ Associate	% of shares held	Applicable Section
			NIL		

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

i) Category-wise Share Holding

I SHAREHOLDING PATTERN (Equity Share capital Break up as % to total Equity)

Category of Shareholders	No. of Shares held at the beginning of the year - 01.04.2023				No. of Shares held at the end of the year - 31.03.2024				% change during the year	
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares		
A. Promoters										
(1) Indian										
a) Individual/HUF	29259953	-	29259953	28.69	29259953	-	29259953	28.69		0.00
b) Central Govt.or State Govt.	-	-	-	-	-	-	-	-		-
c) Bodies Corporates	-	-	-	-	-	-	-	-		-
d) Bank/FI	-	-	-	-	-	-	-	-		-
e) Any other	-	-	-	-	-	-	-	-		-
SUB TOTAL:(A) (1)	29259953	-	29259953	28.69	29259953	-	29259953	28.69		0.00
(2) Foreign										
a) NRI- 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)	29259953	-	29259953	28.69	29259953	-	29259953	28.69		0.00
B. PUBLIC SHAREHOLDING										
(1) Institutions										
a) Mutual Funds	-	-	-	-	-	-	-	-		-
b) Banks/FI	6100	-	6100	0.01	6100	-	6100	0.01		-
c) Cenrtal govt	-	-	-	-	-	-	-	-		-
d) State Govt.	-	-	-	-	-	-	-	-		-
e) Venture Capital Fund	-	-	-	-	-	-	-	-		-
f) Insurance Companies	-	-	-	-	-	-	-	-		-
g) FIIS	-	-	-	-	-	-	-	-		-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-		-
i) Others (specify)	-	-	-	-	-	-	-	-		-
SUB TOTAL (B)(1):	6100	-	6100	0.01	6100	-	6100	0.01		-
(2) Non Institutions										
a) Bodies corporates										
i) Indian	95564	4700	100264	0.10	311261	4100	315361	0.31		0.21
ii) Overseas	-	-	-	-	-	-	-	-		-
b) Individuals										
i) Individual shareholders holding nominal share capital upto Rs.2 lakhs	9359486	549618	9909104	9.72	9743013	540918	10283931	10.08		0.37
ii) Individuals shareholders holding nominal share capital in excess of Rs. 2 lakhs	62221114	0	62221114	61.00	61599226	0	61599226	60.39		-0.61
c) Others (specify)										
NRI	101016	200	101216	0.10	136616	200	136816	0.13	-	0.03
Clearing Member	4786	-	4786	0.00	1250	-	1250	0.00		0.00
Trust	1400	-	1400	0.00	1400	-	1400	0.00		-
Unclaimed or Suspense or Escrow Account	392588	-	392588	0.38	392488	-	392488	0.38		0.00
SUB TOTAL (B)(2):	72175954	554518	72730472	71.31	72185254	545218	72730472	71.31		0.00
Total Public Shareholding (B)= (B)(1)+(B)(2)	72182054	554518	72736572	71.31	72191354	545218	72736572	71.31		0.00
C. Shares held by Custodian for GDRs & ADRs										
Grand Total (A+B+C)	101442007	554518	101996525	100.00	101451307	545218	101996525	100.00		-

ii) Shareholding of Promoters-

(ii)	SHARE HOLDING OF PROMOTERS							
Sl No.	Shareholders Name	Shareholding at the beginning of the year - 01.04.2023			Shareholding at the end of the year - 31.03.2024			% change 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	SURESH SHASTRY	29206953	28.64	-	29206953	28.64	-	0.00
2	SHAILAJA SURESH	53000	0.05	-	53000	0.05	-	0.00
	Total	29259953	28.69	-	29259953	28.69	-	0.00

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

(iii)	CHANGE IN PROMOTERS' SHAREHOLDING (SPECIFY IF THERE IS NO CHANGE)							
Sl. No.	Shareholders Name	Share holding at the beginning of the Year - 01.04.2023		Date	Increase/Decrease in Share Holding	Reason	Cumulative Share holding during the year - 31.03.2024	
		No. of Shares	% of total shares of the company				No. of Shares	% of total shares of the company
1	SURESH SHASTRY	29206953	28.64	01.04.2023	0		29206953	28.64
					No Movement This Year			
				31.03.2024			29206953	28.64
2	SHAILAJA SURESH	53000	0.05	01.04.2023	0		53000	0.05
					No Movement This Year			
				31.03.2024			53000	0.05

iv) Shareholding Pattern of top ten Shareholders:

SMITHS & FOUNDERS (INDIA) LIMITED								
(iv) SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS (OTHER THAN DIRECTORS, PROMOTERS AND HOLDERS OF GDRs and ADRs):								
SLNO	NAME OF THE SHARE HOLDER	SHAREHOLDING AT THE BEGINNING OF THE YEAR - 01.04.2023		Date	Increase/Decrease in Share Holding	Reason	CUMULATIVE SHAREHOLDING DURING THE YEAR - 31.03.2024	
		No. of Shares	% of Total Shares of the Company				No. of Shares	% of Total Shares of the Company
1	SUPRIYA SHASTRY	18633125	18.27	01.04.2023	-	-	18633125	18.27
					No Movement This Year			
				31.03.2024	-	-	18633125	18.27
2	SATHISH SHASTRY	17024000	16.69	01.04.2023	-	-	17024000	16.69
					No Movement This Year			
				31.03.2024	-	-	17024000	16.69
3	SACHIN SHASTRY	12585125	12.34	01.04.2023	-	-	12585125	12.34
					No Movement This Year			

				31.03.2024	-	-	12585125	12.34
4	UMESH SHASTRY	7445700	7.30	01.04.2023	-	-	7445700	7.30
				No Movement This Year				
				31.03.2024	-	-	7445700	7.30
5	HEMA SATHISH	5370875	5.27	01.04.2023	-	-	5370875	5.27
				No Movement This Year				
				31.03.2024	-	-	5370875	5.27
6	LALITKUMAR GOPILAL	945425	0.93	01.04.2023	-	-	945425	0.93
				14.04.2023	41000	BOUGHT	986425	0.97
				21.04.2023	-1367	SOLD	985058	0.96
				28.04.2023	-3174	SOLD	981884	0.96
				12.05.2023	4126	BOUGHT	986010	0.97
				19.05.2023	8605	BOUGHT	994615	0.98
				26.05.2023	-14895	SOLD	979720	0.96
				02.06.2023	-5436	SOLD	974284	0.96
				09.06.2023	-13780	SOLD	960504	0.94
				16.06.2023	-1741	SOLD	958763	0.94
				23.06.2023	35054	BOUGHT	993817	0.97
				30.06.2023	-4688	SOLD	989129	0.97
				14.07.2023	-37095	SOLD	952034	0.93
				21.07.2023	18000	BOUGHT	970034	0.95
				28.07.2023	109103	BOUGHT	1079137	1.06
				04.08.2023	-76803	BOUGHT	1002334	0.98
				01.09.2023	12000	BOUGHT	1014334	0.99
				15.09.2023	-130695	SOLD	883639	0.87
				22.09.2023	7628	BOUGHT	891267	0.87
				06.10.2023	26086	BOUGHT	917353	0.90
				13.10.2023	22050	BOUGHT	939403	0.92
				20.10.2023	10000	BOUGHT	949403	0.93
				27.10.2023	-9000	SOLD	940403	0.92
				01.12.2023	-35000	SOLD	905403	0.89
				08.12.2023	-50000	SOLD	855403	0.84
				15.12.2023	-90000	SOLD	765403	0.75
				22.12.2023	26533	BOUGHT	791936	0.78
				30.12.2023	-95945	SOLD	695991	0.68
				26.01.2024	9000	BOUGHT	704991	0.69
				02.02.2024	-191757	SOLD	513234	0.50
				09.02.2024	31079	BOUGHT	544313	0.53
				16.02.2024	-5500	SOLD	538813	0.53
				01.03.2024	570	BOUGHT	539383	0.53
				15.03.2024	1018	BOUGHT	540401	0.53
				31.03.2024			540401	0.53
7	SMITHS AND FOUNDERS (INDIA)LIMITED - UNCLAIMED SUSPENSE ACCOUNT	392588	0.38	01.04.2023	-	-	392788	0.39
				28.04.2023	-100	SHARES CREDITED TO THE SHAREHOLDER DEMAT ACCOUNT	392488	0.38
				31.03.2024	-	-	392488	0.38
8	SANTOSH KUMAR KHEMKA	216864	0.21	01.04.2023	-	-	216864	0.21
				14.04.2023	-90611	SOLD	126253	0.12
				21.04.2023	-106253	SOLD	20000	0.02
				28.04.2023	-20000	SOLD	0	0.00

				31.03.2024	-	-	0	0.00
9	LALIT KUMAR GOPILAL CHHAJED	146000	0.14	01.04.2023	-	-	146000	0.14
				02.02.2024	-146000	SOLD	0	0.00
				31.03.2024	-	-	0	0.00
10	SUSHILADEVI KANAIYALAL AGRAWAL	113248	0.11	01.04.2023	-	-	113248	0.11
				20.01.2023	-6800	SOLD	106448	0.10
				31.03.2024	-	-	106448	0.10
11	REKHABEN KANUBHAI PARAMAR	101500	0.10	01.04.2023	-	-	101500	0.10
				07.04.2023	-500	SOLD	101000	0.10
				04.08.2023	11000	BOUGHT	112000	0.11
				25.08.2023	38000	BOUGHT	150000	0.15
				05.01.2024	-1000	SOLD	149000	0.15
				02.02.2024	-1000	SOLD	148000	0.15
				09.02.2024	-100	SOLD	147900	0.15
				16.02.2024	-1400	SOLD	146500	0.14
				23.02.2024	-500	SOLD	146000	0.14
				08.03.2024	-1000	SOLD	145000	0.14
				22.03.2024	-500	SOLD	144500	0.14
				31.03.2024	-	-	144500	0.14
12	JR SEAMLESS PRIVATE LIMITED	0	0.00	01.04.2023	-	-	0	0.00
				02.02.2024	123797	BOUGHT	123797	0.12
				31.03.2024	-	-	123797	0.12

v) Shareholding of Directors and Key Managerial Personnel

Sl. No.	Shareholders Name	Shareholding at the beginning of the year -01.04.2023			Increase/Decrease in No. of shares	Reason	Cumulative Shareholding during the year – 31.03.2024	
		No. of shares	% of total shares of the company	Date			No. of shares	% of total Shares of the Company
1.	Suresh Shastry	29206953	28.64	01.04.2023	0		29206953	28.64
2.	Shailaja Suresh	53,000	0.05	01.04.2023	0		53,000	0.05
3.	Sadanand Zutti	19	0.00	01.04.2023	0		19	0.00
4.	Supriya Shastry	18633125	18.27	01.04.2023	0		18633125	18.27
5.	Roopashree Shettigar	20	0.00	01.04.2023	0		20	0.00

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

(Amount in Rs.Lakhs)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	86.05	205.00	0	291.05
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0.18	0	0.18
Total (i+ii+iii)	86.05	205.18	0	291.23
Change in Indebtedness during the financial year				
* Addition	0	0	0	0
* Reduction	(-)27.73	(-)40.00	0	(-)67.73
Net Change	(-)27.73	(-)40.00	0	(-)67.73
Indebtedness at the end of the financial year				
i) Principal Amount	58.32	165.00	0	223.32
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	1.24	0	1.24
Total (i+ii+iii)	58.32	166.24	0	224.56

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

(In Lakhs)

SN	Particulars of Remuneration	Name of MD/WTD/ Manager	Total Amount
		CMD	
		Suresh Shastry	
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	19.20	19.20
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	0.90	0.90

	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	0.00	0.00
2	Stock Option	0.00	0.00
3	Sweat Equity	0.00	0.00
4	Commission - as % of profit - others, specify	0.00	0.00
5	Others-contribution to funds	3.00	3.00
	Total (A)	23.10	23.10
	Ceiling as per the Act	Remuneration is paid within the limits prescribed under Part II of Schedule V of the Companies Act, 2013.	

B. Remuneration to other directors

SN.	Particulars of Remuneration	Name of Directors				Total Amount (Rs.)
1	Independent Directors	V. Parthasarathy	Sudhindra N. Kalghatgi	R. Ramesh Rao	C.S. Hemachandra	
	Fee for attending board committee meetings	0.00	0.00	0.00	0.00	0.00
	Commission	0.00	0.00	0.00	0.00	0.00
	Others, please specify	0.00	0.00	0.00	0.00	0.00
	Total (1)	0.00	0.00	0.00	0.00	0.00
2	Other Non-Executive Directors	-	-	-	-	-
	Fee for attending board committee meetings	-	-	-	-	-
	Commission	-	-	-	-	-
	Others, please specify	-	-	-	-	-
	Total (2)	-	-	-	-	-
	Total (B)=(1+2)	0.00	0.00	0.00	0.00	0.00
	Total Managerial Remuneration	0.00	0.00	0.00	0.00	0.00
	Overall Ceiling as per the Act					

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

(In Lakhs)

SN.	Particulars of Remuneration	Key Managerial Personnel				
		CEO	CS	CFO	CFO	Total
		-	Roopashree Shettigar	Sadaanand Zutti (Till 28.01.2024)	Supriya Shastri (w.e.f 29.01.2024)	
1	Gross salary	-	4.08	6.58	19.20	29.86
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	0.00	0.00	0.00	0.00
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	0.00	0.00	0.00	0.00
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	0.00	0.00	0.00	0.00
2	Stock Option	-	0.00	0.00	0.00	0.00
3	Sweat Equity	-	0.00	0.00	0.00	0.00
4	Commission		0.00	0.00	0.00	0.00
	- as % of profit	-	0.00	0.00	0.00	0.00
	others, specify	-	0.00	0.00	0.00	0.00
5	Others-contribution to funds	-	0.28	0.47	3.75	3.00
	Total	-	4.36	7.05	22.20	33.61

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	-	-	-	-	-