

Annexure - A

**FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN**

As on financial year ended on, 31.03.2026

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

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

Category of Shareholders	No. of Shares held at the beginning of the year – 01.04.2025				No. of Shares held at the end of the year – 31.03.2026				% 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/Fl	-	-	-	-	-	-	-	-		-
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/Fl	-	-	-	-	-	-	-	-		-
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/Fl	6100	-	6100	0.01	6100	-	6100	0.01		-
c) Central 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	78514	4100	82614	0.08	101542	4100	105642	0.10		0.02
ii) Overseas	-	-	-	-	-	-	-	-		-
b) Individuals										
i) Individual shareholders holding nominal share capital upto Rs.2 lakhs	10259049	534618	10793667	10.58	9607794	529718	10137512	9.94		-0.64
ii) Individuals shareholders holding nominal share capital in excess of Rs. 2 lakhs	61311830	0	61311830	60.11	61279268	0	61279268	60.08		-0.03
c) Others (specify)										
NRI	147423	200	147623	0.14	129733	200	129933	0.13		-0.02
Clearing Member	1250	-	1250	0.00	1250	-	1250	0.00		0.00
Trust	1400	-	1400	0.00	1400	-	1400	0.00		-
Unclaimed or Suspense or Escrow Account	392088	-	392088	0.38	391988	-	391988	0.38		0.00
HUF	0	-	0	0.00	683196	-	683196	0.67		0.67
LLP	0	-	0	0.00	283	-	283	0.00		0.00
SUB TOTAL (B)(2):	72191554	538918	72730472	71.31	72196454	534018	72730472	71.31		0.00
Total Public Shareholding (B)= (B)(1)+(B)(2)	72197654	538918	72736572	71.31	72202554	534018	72736572	71.31		0.00
C. Shares held by Custodian for GDRs & ADRs										
Grand Total (A+B+C)	101457607	538918	101996525	100.00	101462507	534018	101996525	100.00		-

ii) Shareholding of Promoters-

SHARE HOLDING OF PROMOTERS								
SI No.	Shareholders Name	Shareholding at the beginning of the year - 01.04.2025			Shareholding at the end of the year - 31.03.2026			% 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)

SI No.	Shareholders Name	Share holding at the beginning of the Year - 01.04.2025		Date	Increase/Decrease in Share Holding	Reason	Cumulative Share holding during the year - 31.03.2026	
		No. of Shares	% of total shares of the company				No. of Shares	% of total shares of the company
1	SURESH SHASTRY	29206953	28.64	01.04.2025	0		29206953	28.64
							No Movement This Year	
				31.03.2026			29206953	28.64
2	SHAILAJA SURESH	53000	0.05	01.04.2025	0		53000	0.05
							No Movement This Year	
				31.03.2026			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):									
SL. NO	NAME OF THE SHARE HOLDER	SHAREHOLDING AT THE BEGINNING OF THE YEAR - 01.04.2025			Date	Increase/D ecrease in Share Holding	Reason	CUMULATIVE SHAREHOLDING DURING THE YEAR - 31.03.2026	
		No. of Shares	% of Total Shares of the Company	No. of Shares				% of Total Shares of the Company	
1	SUPRIYA SHASTRY	18633125	18.27	01.04.2025	-	-	18633125	18.27	
				27.02.2026	-31010	SOLD	18602115	18.24	
				06.03.2026	-16500	SOLD	18585615	18.22	
				13.03.2026	-66000	SOLD	18519615	18.16	
				20.03.2026	-47000	SOLD	18472615	18.11	
				27.03.2026	-8000	SOLD	18464615	18.10	
				31.03.2026	-	-	18464615	18.10	

2	SATHISH SHASTRY	17024000	16.69	01.04.2025	-	-	17024000	16.69
				13.03.2026	-44000	SOLD	16980000	16.65
				20.03.2026	-66250	SOLD	16913750	16.58
				27.03.2026	-50746	SOLD	16863004	16.53
				31.03.2026	-	-	16863004	16.53

3	SACHIN SHASTRY	12585125	12.34	01.04.2025	-	-	12585125	12.34
				06.06.2025	-13021	SOLD	12572104	12.33
				20.06.2025	-10087	SOLD	12562017	12.32
				27.06.2025	-18612	SOLD	12543405	12.30
				04.07.2025	-1736	SOLD	12541669	12.30
				05.09.2025	-50	SOLD	12541619	12.30
				19.09.2025	-5945	SOLD	12535674	12.29
				26.09.2025	-4637	SOLD	12531037	12.29
				30.09.2025	-1500	SOLD	12529537	12.28
				19.12.2025	-8209	SOLD	12521328	12.28
				26.12.2025	-21248	SOLD	12500080	12.26
				31.12.2025	-24109	SOLD	12475971	12.23
				02.01.2026	-262	SOLD	12475709	12.23
				06.02.2026	-12375	SOLD	12463334	12.22
				13.02.2026	-9562	SOLD	12453772	12.21
				27.02.2026	-9000	SOLD	12444772	12.20
				13.03.2026	-9943	SOLD	12434829	12.19
				20.03.2026	-18432	SOLD	12416397	12.17
				31.03.2026	-	-	12416397	12.17

4	UMESH SHASTRY	7445700	7.30	01.04.2025	-	-	7445700	7.30
				06.03.2026	-14900	SOLD	7430800	7.29
				13.03.2026	-78228	SOLD	7367472	7.22
				20.03.2026	-56227	SOLD	7311245	7.17
				27.03.2026	-36000	SOLD	7275245	7.13
				31.03.2026	-	-	7275245	7.13

5	HEMA SATHISH	5370875	5.27	01.04.2025	-	-	5370875	5.27
				13.03.2026	-33000	SOLD	5337875	5.23
				20.03.2026	-55000	SOLD	5282875	5.18
				27.03.2026	-62423	SOLD	5220452	5.12
				31.03.2026	-4000	SOLD	5216452	5.11
6	SMITHS AND FOUNDERS (INDIA)LIMITED - UNCLAIMED SUSPENSE ACCOUNT	392088	0.38	01.04.2025	-	-	392088	0.38

				26.12.2025	-100	SHARES CREDITED TO THE SHAREHOLDER DEMAT ACCOUNT	391988	0.38
				31.03.2026	-	-	391988	0.38

7	SURESH AMULAKH SHAH	253005	0.25	01.04.2025	-	-	253005	0.25
				08.05.2025	-558	SOLD	252447	0.25
				24.10.2025	-900	SOLD	251547	0.25
				05.12.2025	13794	BOUGHT	265341	0.26
				31.12.2025	3411	BOUGHT	268752	0.26
				16.01.2026	5000	BOUGHT	273752	0.27
				30.01.2026	3248	BOUGHT	277000	0.27
				13.02.2026	5000	BOUGHT	282000	0.28
				20.02.2026	-17493	SOLD	264507	0.26
				27.02.2026	41567	BOUGHT	306074	0.30
				13.03.2026	16465	BOUGHT	322539	0.32
				20.03.2026	20228	BOUGHT	342767	0.34
				27.03.2026	25000	BOUGHT	367767	0.36
				31.03.2026	2030	BOUGHT	369797	0.36

8	SANJAY RAMESH DOSHI	49000	0.05	01.04.2025	-	-	49000	0.05
				04.04.2025	19999	BOUGHT	68999	0.07
				25.04.2025	-3999	SOLD	65000	0.06
				09.05.2025	5010	BOUGHT	70010	0.07
				27.06.2025	-65000	SOLD	5010	0.00
				25.07.2025	12550	BOUGHT	17560	0.02
				01.08.2025	-5000	SOLD	12560	0.01
				08.08.2025	-4734	SOLD	7826	0.01
				14.08.2025	35088	BOUGHT	42914	0.04
				22.08.2025	12743	BOUGHT	55657	0.05
				29.08.2025	-4405	SOLD	51252	0.05
				05.09.2025	-1900	SOLD	49352	0.05
				12.09.2025	10383	BOUGHT	59735	0.06
				19.09.2025	-6700	SOLD	53035	0.05
				26.09.2025	-1599	SOLD	51436	0.05
				07.10.2025	23855	BOUGHT	75291	0.07
				24.10.2025	2151	BOUGHT	77442	0.08
				31.10.2025	21876	BOUGHT	99318	0.10
				07.11.2025	7626	BOUGHT	106944	0.10
				14.11.2025	11989	BOUGHT	118933	0.12
				21.11.2025	-25968	SOLD	92965	0.09
				28.11.2025	17925	BOUGHT	110890	0.11

				05.12.2025	11520	BOUGHT	122410	0.12
				12.12.2025	1031	BOUGHT	123441	0.12
				19.12.2025	24434	BOUGHT	147875	0.14
				26.12.2025	18249	BOUGHT	166124	0.16
				31.12.2025	4546	BOUGHT	170670	0.17
				09.01.2026	47	BOUGHT	170717	0.17
				16.07.2026	26910	BOUGHT	197627	0.19
				23.01.2026	12679	BOUGHT	210306	0.21
				30.01.2026	5694	BOUGHT	216000	0.21
				06.02.2026	-716	SOLD	215284	0.21
				13.02.2026	-4278	SOLD	211006	0.21
				20.02.2026	-7946	SOLD	203060	0.20
				27.02.2026	43040	BOUGHT	246100	0.24
				06.03.2026	6966	BOUGHT	253066	0.25
				13.03.2026	30567	BOUGHT	283633	0.28
				20.03.2026	52663	BOUGHT	336296	0.33
				27.03.2026	28397	BOUGHT	364693	0.36
				31.03.2025	2913	BOUGHT	367606	0.36

9	SUDHA SURESH SHAH	132000	0.13	01.04.2025	-	-	132000	0.13
				27.06.2025	14000	BOUGHT	146000	0.14
				31.10.2025	11067	BOUGHT	157067	0.15
				16.01.2026	5000	BOUGHT	162067	0.16
				30.01.2026	2933	BOUGHT	165000	0.16
				20.02.2026	19732	BOUGHT	184732	0.18
				27.02.2026	36750	BOUGHT	221482	0.22
				20.03.2026	26000	BOUGHT	247482	0.24
				27.03.2026	6922	SOLD	254404	0.25
				31.03.2026	-	-	254404	0.25

10	SHRADDHABAHEN SAGARKUMAR GHETIA	0	0.00	01.04.2025	-	-	0	0.00
				20.02.2026	160000	BOUGHT	160000	0.16
				13.03.2026	25000	BOUGHT	185000	0.18
				20.03.2026	12000	BOUGHT	197000	0.19
				27.03.2026	15000	BOUGHT	212000	0.21
				31.03.2026	-	-	212000	0.21

v) Shareholding of Directors and Key Managerial Personnel

Sl. No.	Shareholders Name	Shareholding at the beginning of the year -01.04.2025			Increase/Decrease in No. of shares	Reason	Cumulative Shareholding during the year – 31.03.2026	
		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	01.04.2025	0		29206953	28.64
2	Shailaja Suresh	53,000	0.05	01.04.2025	0		53,000	0.05
3	SUPRIYA SHASTRY	18633125	18.27	01.04.2025	-	-	18633125	18.27
				27.02.2026	-31010	SOLD	18602115	18.24
				06.03.2026	-16500	SOLD	18585615	18.22
				13.03.2026	-66000	SOLD	18519615	18.16
				20.03.2026	-47000	SOLD	18472615	18.11
				27.03.2026	-8000	SOLD	18464615	18.10
				31.03.2026	-	-	18464615	18.10
4	Roopashree Shettigar	20	0.00	01.04.2025	0		20	0.00

- vi) **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	41.20	0.00	0.00	41.20
ii) Interest due but not paid	0.00	0.00	0.00	0.00
iii) Interest accrued but not due	0.00	0.09	0.00	0.09
Total (i+ii+iii)	41.20	0.00	0.00	41.20
Change in Indebtedness during the financial year				
* Addition	0.00	0.00	0.00	0.00
* Reduction	(-)41.20	0.00	0.00	(-)41.20
Net Change	(-)41.20	0.00	0.00	(-)41.20
Indebtedness at the end of the financial year				
i) Principal Amount	0.00	0.00	0.00	0.00
ii) Interest due but not paid	0.00	0.00	0.00	0.00
iii) Interest accrued but not due	0.00	0.00	0.00	0.00
Total (i+ii+iii)	0.00	0.00	0.00	0.00

vii) **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	0.98	0.98

	(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	1.44	1.44
	Total (A)	21.62	21.62
	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	Naraseeyappa Sreeramaiah	R. Ramesh Rao	Arkalgud Suryanarayana Sundar	
	Fee for attending board committee meetings	0.00	0.00	0.00	0.00
	Commission	0.00	0.00	0.00	0.00
	Others, please specify	0.00	0.00	0.00	0.00
	Total (1)	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
	Total Managerial Remuneration	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	Total
		-	Roopashree Shettigar	Supriya Shastry	
1	Gross salary	-	4.85	23.04	27.89
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	0.00	0.00	0.00
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	0.00	0.30	0.30
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	0.00	0.00	0.00
2	Stock Option	-	0.00	0.00	0.00
3	Sweat Equity	-	0.00	0.00	0.00
4	Commission		0.00	0.00	0.00
	- as % of profit	-	0.00	0.00	0.00
	others, specify	-	0.00	0.00	0.00
5	Others-contribution to funds	-	0.29	1.73	2.02
	Total	-	5.14	25.07	30.21

viii) 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	-	-	-	-	-