

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

[As on 31.03.2020]

[Pursuant to Section 92 (3) of the Companies Act, 2013, and Rule 12(1) of the Company (Management and Administration) Rules, 2014]

### **I. REGISTRATION AND OTHER DETAILS**

1	Corporate Identity Number (CIN)	:	<b>U60200DL2016GOI291002</b>
2	Registration Date	:	<b>12th February 2016</b>
3	Name of the Company	:	<b>National High Speed Rail Corporation Limited</b>
4a)	Category of the Company	:	<b>Public Company</b>
4b)	Sub-category of the Company	:	<b>Government Company, Limited by Shares, and Company having share capital.</b>
5	Address of the Registered office & contact details	:	<b>Asia Bhawan, Second Floor, Road No. 205, Sector - 9, Dwarka, New Delhi - 110077</b> <b>Ph. No.: 011-28070000/01</b> <b>Fax No. : 011-28070150</b> <b>Email id: comp.sec@nhsrcl.in</b>
6	Whether Listed Company (Yes/ No)	:	<b>No</b>
7	Name, Address & contact details of the Registrar & Transfer Agent, if any.	:	<b>Not Applicable<sup>1</sup></b>

### **II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

All the business activities contributing 10% or more of the total turnover of the company are:

Sl. No.	Name and Description of Main Products / Services	NIC Code of the Product/service	% to total turnover of the Company
1	<b>Construction:</b> <b>Civil Engineering</b> - construction of roads and railways - construction of utility projects	<b>Section F</b> <b>Division 42</b> <b>Group 421</b> <b>Group 422</b>	<b>NIL*</b>
2	<b>Transportation and Storage:</b> <b>Land transport and transport via pipelines</b> - Transport via Railways - other land Transport - Transport via Pipeline	<b>Section H</b> <b>Division 49</b>  <b>Group 491</b> <b>Group 492</b> <b>Group 493</b>	

\* The Company is in construction stage and is yet to commence its commercial operations.

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

Not Applicable, since NHSRCL did not have any subsidiary or associate companies during the year.

**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 <sup>3</sup>				% Change during the year <sup>3</sup>
		Demat <sup>1</sup>	Physical	Total	% of Total Shares <sup>3</sup>	Demat <sup>1</sup>	Physical	Total	% of Total Shares	
<b>A. Promoters</b>										
(1) Indian										
b) Central Government <sup>2</sup>		2,35,00,000	2,35,00,000	95.723		7,45,00,000	7,45,00,000	98.285	2.562	
c) State Government(s)		10,50,000	10,50,000	4.277		13,00,000	13,00,000	1.715	-2.562	
Sub-total (A) (1)	Nil	2,45,50,000	2,45,50,000	100	Nil	7,58,00,000	7,58,00,000	100	-	
(2) Foreign										
Sub-total (A) (2)		-	-							
Total Promoter Shareholding (A) = (A)(1)+(A)(2)		2,45,50,000	2,45,50,000	100		7,58,00,000	7,58,00,000	100	-	
<b>B. Public Shareholding</b>										
(1) Institutions										
(2) Non- Institutions					Nil					
Total Public Shareholding (B) = (B)(1)+(B)(2)					Nil					
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>					Nil					
Grand Total (A + B + C)	Nil	2,45,50,000	2,45,50,000	100	Nil	7,58,00,000	7,58,00,000	100	-	

**ii) Shareholding of Promoters**

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year			Share holding at the end of the year <sup>3</sup>			% change in share holding during the year <sup>3</sup>
		No. of Shares	% of total Shares of the company <sup>3</sup>	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
(A)	President of India and his twelve nominees <sup>2</sup>	2,35,00,000	95.723	-	7,45,00,000	98.285	-	2.562
(B)	Governor of Gujarat	10,50,000	4.277	-	13,00,000	1.715	-	-2.562
	Total	2,45,50,000	100		7,58,00,000	100		

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 <sup>3</sup>	No. of shares	% of total shares of the company <sup>3</sup>
(A)	<u>At the beginning of the year:</u>				
(1)	President of India	2,35,00,000	95.723	-	-
(2)	Governor of Gujarat	10,50,000	4.277	-	-
(B)	<u>Change in shareholding</u>				
(1)	Allotment of Shares to President of India on 01.07.2019	2,10,00,000	46.103	4,45,00,000	97.695
(2)	Allotment of Shares to President of India on 27.11.2019	2,00,00,000	30.395	6,45,00,000	98.024
(3)	Allotment of Shares to Governor of Gujarat on 27.11.2019	2,50,000	0.380	13,00,000	1.976
(4)	Allotment of Shares of President of India on 27.02.2020	1,00,00,000	13.193	7,45,00,000	98.285
(C)	<u>At the end of the year:</u>				
(1)	President of India	-	-	7,45,00,000	98.285
(2)	Governor of Gujarat	-	-	13,00,000	1.715
	<b>Total</b>			<b>7,58,00,000</b>	<b>100</b>

iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs): Not Applicable<sup>4</sup>

v) Shareholding of Directors and Key Managerial Personnel (KMP): Not Applicable<sup>4</sup>

V. INDEBTEDNESS

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

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

**VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

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

(in Rs.)

Sl. No.	Particulars of Remuneration	Name of Whole-time Director					Total Amount
		Achal Khare, MD (through out 2019-20)	Rajendra Prasad, DP (through out 2019-20)	Arun Bijalwan, DF (through out 2019-20)	Vijay Kumar, DRS (through out 2019-20)	Sandeep Kumar, D(E&S) (through out 2019-20)	
1	Gross salary						
a)	Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	48,14,249	34,98,225	30,95,462	33,26,586	30,46,195	1,77,80,717
b)	Value of perquisites u/s 17(2) of the Income-tax Act, 1961	10,72,271	9,65,338	8,19,114	6,59,139	9,17,781	44,33,643
c)	Profits in lieu of salary under section 17(3) of the Income- tax Act, 1961	-	-	-	-	-	-
2	Stock option	-	-	-	-	-	-
3	Sweat Equity	-	-	-	-	-	-
4	Commission	-	-	-	-	-	-
5	Others, please specify:	-	-	-	-	-	-
	<b>Total (A)</b>	<b>58,86,520</b>	<b>44,63,563</b>	<b>39,14,576</b>	<b>39,85,725</b>	<b>39,63,976</b>	<b>2,22,14,360</b>
	<b>Ceiling as per the Act - Not Applicable<sup>5</sup></b>						

**B. Remuneration to other directors:**

(in Rs.)

Sl. No.	Particulars of Remuneration	Name of Directors						Total Amount
1	Independent Directors	Not Applicable						0
	Fee for attending board/ committee meetings							
		<b>Total (B1)</b>						<b>0</b>
2	Other Non-executive Directors	Vinod Kumar Yadav (through out 2019-20)	S.K. Mishra (Up to 14.06.2019)	R. N. Singh (w.e.f. 19.06.2019)	Namita Mehrotra (Up to 17.09.2019)	Anju Ranjan (w.e.f. 14.10.2019)	P.R. Patelia (through out 2019-20)	
	Fee for attending board/ committee meetings	NIL						0
		<b>Total (B2)</b>						<b>0</b>
		<b>Total B [ B1 + B2 ]</b>						<b>0</b>
	<b>Overall ceiling as per the Act - Not Applicable<sup>5</sup></b>							

**C. Remuneration to Key Managerial Personnel other than MD/ Manager/ Whole Time Directors**

(in Rs.)

Sl. No.	Particulars of Remuneration	Key Managerial Personnel	Total Amount
		Sumita Sharma Company Secretary (through out 2019-20)	
1	Gross salary		
a)	Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	22,63,580	22,63,580
b)	Value of perquisites u/s 17(2) of the Income-tax Act, 1961	3,63,840	3,63,840
c)	Profits in lieu of salary under section 17(3) of the Income- tax Act, 1961	-	-
2	Stock option	-	-
3	Sweat Equity	-	-
4	Commission	-	-
5	Others, please specify:	-	-
	<b>Total (C)</b>	<b>26,27,420</b>	<b>26,27,420</b>
	<b>Ceiling as per the Act - Not Applicable <sup>5</sup></b>		

**VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES : COMPANY / DIRECTOR/ OTHER OFFICERS IN DEFAULT**

Type	Section of the Companies Act, 2013	Brief Discription	Details of Penalty / Punishment/ Compounding fee imposed	Authority [RD/ NCLT/ Court]	Appeal made, if any (give details)
Company / Directors/ Other Officers in Default -- Penalty/ Punishment/ Compounding	NIL	NIL	NIL	NIL	NIL

**Notes:**

- All the shares of the Company are held in physical form.
- 7,44,99,988 equity shares of Rs. 1000/- each are held in the name of President of India, and one share of Rs. 1000/- is held by each of the twelve nominees (who are Government Officials from Ministry of Railways) of the President of India.
- The Company has been established as a joint venture between Government of India, Government of Gujarat, and Government of Maharashtra with proposed equity participation of 50:25:25 respectively. The Company being in the nascent stage, equity contribution from JV partners/ promoters is being received from time to time.
- All the shares of NCSRCL are held by Central Government in the name of the President of India and his 12 nominees (i.e. 7,45,00,000 equity shares), and by Government of Gujarat in the name of Governor of Gujarat (i.e. 13,00,000 equity shares).
- Section 197 of the Companies Act, 2013, is exempt for government companies in terms of notification dated 5th June 2015 of the Ministry of Corporate Affairs.

Date : 01-09-2020  
Place : New Delhi

For and on behalf of the Board of Directors  
  
(Arun Bijalwan)  
Director Finance  
[DIN:08012372]

For and on behalf of the Board of Directors  
  
(Achal Khare)  
Managing Director  
[DIN: 07576351]