

FORM NO. MGT. 9
EXTRACT OF ANNUAL RETURN
As on Financial Year ended on 31.03.2019
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	U31102KL1963SGC002043
2.	Registration Date	09.12.1963
3.	Name of the Company	Transformers And Electricals Kerala Limited
4.	Category/Sub-category of the Company	Company Limited by Shares
5.	Address of the Registered office & contact details	ANGAMALLY SOUTH P.O. ERNAKULAM DISTRICT KERALA PIN – 683 573 TELEPHONE: 0484 2510251 FAX: 0484 2452873 E Mail: cs@telk.com
6.	Whether listed company	No
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Integrated Registry Management Services Private Limited, 2 nd Floor, Kences Towers, No.1, Ramakrishna Street, T-Nagar, Chennai – 600 017. Ph:-044 28140801 kalyan@integratedindia.in

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	Transformers	31102	90%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES: Nil

Sub-total (B)(1):-	-	-	-	-	1,30,335	-	1,30,335	0.30	0.30
2. Non-Institutions									
a) Bodies Corp.									
i) Indian	200	10,400	10,600	0.03	200	10,400	10,600	0.03	-
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	45,450	2,51,260	2,96,710	0.69	47,700	1,18,175	1,65,875	0.39	0.30
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	52,500	-	52,500	0.12	52,500	-	52,500	0.12	-
c) Others (specify)									
Non Resident Indians	-	-	-	-	500	-	500	-	-
Overseas Corporate Bodies	-	-	-	-	-	-	-	-	-
Foreign Nationals	-	-	-	-	-	-	-	-	-
Clearing Members	-	-	-	-	-	-	-	-	-
Trusts	-	-	-	-	-	-	-	-	-
Foreign Bodies-D R	-	-	-	-	-	-	-	-	-
Sub-total (B)(2):-	98,150	2,61,660	3,59,810	0.84	1,00,900	1,28,575	2,29,475	0.54	0.30
Total Public Shareholding (B)=(B)(1)+(B)(2)	98,150	2,61,660	3,59,810	0.84	2,31,235	1,28,575	3,59,810	0.84	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	4,27,05,690	2,61,660	4,29,67,350	100	4,28,38,775	1,28,575	4,29,67,350	100	-

B) Shareholding of Promoter

SN	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of 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 / encumbered to total shares	
1	Governor of Kerala	2,34,44,102	54.56	-	2,34,44,102	54.56	-	-
2	NTPC Limited	1,91,63,438	44.6	-	1,91,63,438	44.6	-	-

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

SN	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	4,26,07,540	99.16	4,26,07,540	99.16
	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	4,26,07,540	99.16	4,26,07,540	99.16

D) Shareholding Pattern of top ten Shareholders

(Other than Directors, Promoters and Holders of GDRs and ADRs):

Sl. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Investor Education and Protection Fund Authority (IEPF), MCA At the beginning of the year Increase / Decrease during the year At the end of the year	- 1,30,335 1,30,335	- 0.3033 0.3033	- 1,30,335 1,30,335	- 0.3033 0.3033
2	Shri. Keshav Parasramka At the beginning of the year Increase / Decrease during the year At the end of the year	17,500 - 17,500	0.0407 - 0.0407	17,500 - 17,500	0.0407 - 0.0407
3	Shri. Krishnam Parasramka At the beginning of the year Increase / Decrease during the year At the end of the year	17,500 - 17,500	0.0407 - 0.0407	17,500 - 17,500	0.0407 - 0.0407
4	Shri. Arvind Kumar Parasramka At the beginning of the year Increase / Decrease during the year At the end of the year	17,500 - 17,500	0.0407 - 0.0407	17,500 - 17,500	0.0407 - 0.0407

5	M/s. The Western India Plywoods At the beginning of the year Increase / Decrease during the year At the end of the year	10,000 - 10,000	0.0232 - 0.0232	10,000 - 10,000	0.0232 - 0.0232
6	Shri. P. P. Zibi Jose At the beginning of the year Increase / Decrease during the year At the end of the year	9,000 300 9,300	0.0209 - 0.0216	9,000 300 9,300	0.0209 - 0.0216
7	Smt. Jayashree Venkatesh At the beginning of the year Increase / Decrease during the year At the end of the year	5,000 - 5,000	0.0116 - 0.0116	5,000 - 5,000	0.0116 - 0.0116
8	Arch Diocese of Verapoly At the beginning of the year Increase / Decrease during the year At the end of the year	5,000 - 5,000	0.0116 - 0.0116	5,000 - 5,000	0.0116 - 0.0116
9	Smt. Sudha Soman At the beginning of the year Increase / Decrease during the year At the end of the year	4,000 - 4,000	0.0093 - 0.0093	4,000 - 4,000	0.0093 - 0.0093
10	Shri. K. Sankaranarayanan At the beginning of the year Increase / Decrease during the year At the end of the year	3,000 - 3,000	0.0069 - 0.0069	3,000 - 3,000	0.0069 - 0.0069

E) Shareholding of Directors and Key Managerial Personnel: NIL

SN	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company

The following Directors / Key Managerial Personnel (KMP) did not hold any shares in the Company during the Financial Year – 2018-19:

N. C. Mohanan – Non-Executive Chairman	P.P. Kulkarni - Non-Executive Director
K.K. Ramachandran – Non-Executive Director	P.Vijayakumari -Non-Executive Director
Prasad B. – Managing Director (KMP)	Shibu AS - Non-Executive Director*
P.K. Mohapatra - Non-Executive Director*	D.K. Dubey - Non-Executive Director*
Mammen J - Non-Executive Director*	S. Roy - Non-Executive Director*
Sudhir Arya - Non-Executive Director*	A.K. Gupta - Non-Executive Director*
Prasanth M - Non-Executive Director*	Joffy George – Company Secretary (KMP)
Kamala Kanta Nayak** – CFO (KMP)	Sivakumar S** – CFO (KMP)

* Directorship held for part of the Financial Year – 2018-19

** CFO for part of the Financial Year – 2018-19

V) INDEBTEDNESS

The Company has not availed any loans during the year and is a debt-free company.

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**A. REMUNERATION TO MANAGING DIRECTOR, WHOLE-TIME DIRECTORS AND/OR MANAGER:**

SN.	Particulars of Remuneration	Name of Managing Director	Total Amount(Rs.)
		Prasad B	
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	62,36,170.96	62,36,170.96
	(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)	62,36,170.96	62,36,170.96
	Ceiling as per the Act	Section 197 of the Companies Act, 2013 regarding overall maximum managerial remuneration shall not apply to a Government Company vide MCA Notification dt. 05.06.2015	

B. REMUNERATION TO OTHER DIRECTORS

Sl. No.	Particulars of Remuneration									Total Amount (Rs.)
1	Non-Executive Directors	Mammen J	P. Vijayakumari	N.C. Mohanan	Sudhir Arya	Shibu S.	K.K. Ramachandran	P.K. Mohapatra	D.K. Dubey	
	Fee for attending board / committee meetings	450	300	600	150	150	450	150	150	-
	Commission	-	-	-	-	-	-	-	-	-
	Others	-	-	-	-	-	-	-	-	-
	Total	450	300	600	150	150	450	150	150	2,400
	Total Managerial Remuneration									2,400
	Overall Ceiling as per the Act									-

* Except for Adv. N.C. Mohanan and Shri. K K Ramachandran fee for attending board / committee meetings are paid to the respective nominating authorities viz., Government of Kerala and NTPC Limited.

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD*(Amount in Rs.)*

SN	Particulars of Remuneration	Key Managerial Personnel			Total
		CS	CFO		
		Joffy George	Kamala Kanta Nayak*	Sivakumar S. *	
1	Gross salary	16,31,045	11,75,044.84	36,95,735.79	65,01,825.63
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961				
	(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	16,31,045	11,75,044.84	36,95,735.79	65,01,825.63

* was on deputation from NTPC Limited for part of the financial year.

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

There has been no instance of non-compliance by the Company on any matter related to Companies Act and hence, no Penalties/ Punishments/ Compounding of offences have been imposed on the Company or Directors or any other officers in default.