

**ANNEXURE-4
FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN**

As on financial year ended on 31.03.2021

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

I. REGISTRATION & OTHER DETAILS:

1.	CIN	L65990MH1990PLC057923
2.	Registration Date	29 th August, 1990
3.	Name of the Company	TCFC FINANCE LIMITED
4.	Category/Sub-category of the Company	Category: Company Limited by Shares Sub-category: Indian Non-Government Company
5.	Address of the Registered office & contact details	501/502 Raheja Chambers Nariman Point Free Press Journal Marg, Mumbai- 400021 Tel: 022-22844701;22840736
6.	Whether listed company	Listed Company
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	In-House Share Department

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)

Sl. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Finance and Investments and trading in shares ,mutual funds, bonds, securities, etc.	65993	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -

All the business activities contributing 10 % or more of the total turnover of the company shall be stated:

Sl. No.	Name, Address of Registered Office and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1.	Greenstone Investments Private Limited Add: 502 Raheja Chambers, Nariman Point, Mumbai 400021	65993	100%
2.	20th Century Holdings Private Limited Add: 502 Raheja Chambers, Nariman Point, Mumbai 400021	65993	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -

Sl. No.	Name, Address of Registered Office and Description of main products / services	CIN/GLN	Holding/ Subsidiary/ Associate	%of shares held	Applicable Section
1.	Greenstone Investments Private Limited Add: 502 Raheja Chambers, Nariman Point, Mumbai 400021	U65990MH1978PTC020803	Associate	42.92%	2(6)
2.	20th Century Holdings Private Limited Add: 502 Raheja Chambers, Nariman Point, Mumbai 400021	U67120MH1980PTC022516	Associate	21.15%	2(6)

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IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year [As on 31-March-2020]				No. of Shares held at the end of the year [As on 31-March-2021]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	-	-	-	-	-	-	-	-	-
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	7070298	-	7070298	67.45	7119826	-	7119826	67.92	0.47
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
Directors & Relatives	12700	-	12700	0.12	12700	-	12700	0.12	0.00
Total shareholding of Promoter (A)	7082998	-	7082998	67.57	7132526	-	7132526	68.04	0.47
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	387959	1491	389450	3.72	387959	1491	389450	3.72	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Foreign Mutual Fund	-	30	30	0	-	30	30	0	-
Sub-total (B)(1):-	387959	1521	389480	3.72	387959	1521	389480	3.72	-
2. Non-Institutions									
a) Bodies Corp.	43127	4289	47416	0.45	40259	4289	44548	0.43	(0.02)
i) Indian	-	-	-	-	-	-	-	-	-
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	1250572	513870	1764442	16.83	1221786	507525	1729311	16.50	(0.33)

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ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	364908	-	364908	3.48	343028	-	343028	3.27	(0.21)
c) Others (specify)									
Non Resident Indians	29534	832	30366	0.29	30101	832	30933	0.30	0.05
Overseas Corporate Bodies	-	-	-	-	-	-	-	-	
Directors & Relatives	7137	-	7137	0.07	7137	-	7137	0.07	0.00
Clearing Members	271	-	271	0.00	2201	-	2201	0.02	0.02
Trusts	-	533334	533334	5.09	-	533334	533334	5.09	0.00
HUF	24475	-	24475	0.23	32517	-	32517	0.31	0.08
Unclaimed Suspense Account	7309	-	7309	0.06	7309	-	7309	0.06	0.00
IEPF	229993	-	229993	2.19	229805	-	229805	2.19	0.00
Sub-total (B)(2):-	1957326	1052325	3009651	28.69	1914143	1045980	2960123	28.24	(0.45)
Total Public Shareholding (B)=(B)(1)+ (B)(2)	2345285	1053846	3399131	32.43	2302102	1047501	3349603	31.96	(0.47)
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	9428283	1053846	10482129	100	9434628	1047501	10482129	100	-

B) Shareholding of Promoter-

SN	Shareholder's Name	Shareholding at the beginning of the year (As on 01/04/2020)			Shareholding at the end of the year (As on 31/03/2021)			% 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	
PROMOTERS (INDIVIDUALS)								
1	Munisha Ahuja	6350	0.06	0.00	6350	0.06	0.00	0.00
2	Tania Deol	6350	0.06	0.00	6350	0.06	0.00	0.00
PROMOTERS –DOMESTIC COMPANIES								
1	Citi Leasing Private Ltd	402836	3.84	0.00	402972	3.84	0.00	0.00
2	20 th Century Holdings Private Ltd	2167949	20.68	0.00	22,17477	21.15	0.00	0.47
3	Greenstone Investments Private Ltd	4499377	42.92	0.00	4499377	42.92	0.00	0.00

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

Sr No.	Name of Shareholder	Shareholding		Date-wise Increase/ Decrease in Shareholding during the year*	No. of Shares	Reason	Cumulative Shareholding during the year	
		No of Shares At beginning 01/04/2020	% total Shares of the Company				No of Shares As on (31/03/2021)	% total Shares of the Company
1.	Greenstone Investments Private Ltd	4499377	42.92	31.03.2021	No Change		4499377	42.92
2.	20 th Century Holdings Private Ltd	2167949	20.68	11.02.2021	42694	Market Purchase	2210643	21.09
				19.02.2021	2330	Market Purchase	2212973	21.11
				22.02.2021	802	Market Purchase	2213775	21.12
				23.02.2021	479	Market Purchase	2214254	21.12
				03.03.2021	317	Market Purchase	2214571	21.13
				10.03.2021	2101	Market Purchase	2216672	21.15
				16.03.2021	805	Market Purchase	2217477	21.15
	31.03.2021			2217477	21.15			
3.	CITI Leasing Private Ltd	402836	3.84	31.03.2021	No Change		402972	3.84
4.	Munisha Ahuja	6350	0.06	31.03.2021	No Change		6350	0.06
5.	Tania Deol	6350	0.06	31.03.2021	No Change		6350	0.06

D) 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 01.04.2020	% of total shares of the Company	Date**	Increase/ Decrease in shareholding	Reason	No.of Shares At the end 31.03.2021	% total shares of the Company
1.	Venkatesh Kamath (Nominee A/c TCFC Finance Ltd)	533334	5.09	31.03.2021	No Change		533334	5.09
2.	Bank of Baroda	386666	3.69	31.03.2021	No Change		386666	3.69
3.	Santoshbhai Attal	93664	0.89	09.10.2020	800	SOLD	92864	0.89
				16.10.2020	500	SOLD	92364	0.88
				20.11.2020	1513	PURCHASE	93877	0.90
				27.11.2020	319	PURCHASE	94196	0.90
				11.12.2020	1670	PURCHASE	95866	0.92
				12.02.2021	1000	PURCHASE	96866	0.92
				31.03.2021	1000	SOLD	95866	0.92

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Sr. No.	Name	No.of Shares At the beginning 01.04.2020	% of total shares of the Company	Date**	Increase/ Decrease in sharehold- ing	Reason	No.of Shares At the end 31.03.2021	% total shares of the Company
4.	Vandana	51413	0.49	04.12.2021	1413	SOLD	50000	0.49
				31.03.2021			50000	0.49
5.	Laxmandas Attal	45354	0.43267					
				08.05.2020	1	SOLD	45353	0.43
				30.06.2020	560	SOLD	44793	0.43
				28.08.2020	8849	SOLD	35944	0.34
				04.09.2020	1562	SOLD	34382	0.33
				16.10.2020	1000	SOLD	33382	0.32
				20.11.2020	878	PURCHASE	34260	0.33
				27.11.2020	221	PURCHASE	34481	0.33
				18.12.2020	1590	PURCHASE	36071	0.34
				31.12.2020	1376	PURCHASE	37447	0.36
				08.01.2021	782	PURCHASE	38229	0.37
				22.01.2021	3221	PURCHASE	41450	0.40
				05.02.2021	100	SOLD	41350	0.40
				26.02.2021	532	PURCHASE	41882	0.40
				05.03.2021	1147	PURCHASE	43029	0.41
				12.03.2021	631	PURCHASE	43660	0.42
				19.03.2021	3000	SOLD	40660	0.39
				31.03.2021	1000	SOLD	39660	0.38
6.	Deepak Maheshwari	25042	0.23	31.03.2021	No Change		25042	0.23
7.	VIJAY ATTAL	11511	0.11					
				12.02.2021	6877	PURCHASE	18388	0.18
				19.02.2021	990	PURCHASE	19378	0.19
				26.02.2021	1352	PURCHASE	20730	0.20
				12.03.2021	500	PURCHASE	21230	0.20
				31.03.2021		PURCHASE	21230	0.203
8.	Shashi Kant	20000	0.19	31.03.2021	No Change		20000	0.19
9.	Yarlagadda Mrudula Devi	18298	0.17	07.08.2020	18298	SOLD	Nil	Nil
				04.09.2020	18298	PURCHASE	18298	0.17
				11.12.2020	1185	PURCHASE	19483	0.19
				12.02.2021	19483	SOLD	Nil	Nil
				31.03.2021			Nil	Nil
10.	Samarth Mohan Singh	17214	0.16	31.03.2021	No Change		17214	0.16

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E) SHAREHOLDING OF DIRECTORS & KMP:

SN	Name of The Director/KMP	Shareholding at the beginning of the year (01/04/2020)		Reasons for Increase/ Decrease in Shareholding	Cumulative Shareholding during the Year (31/03/2021)	
		No. of shares	% of total shares of the company		No. of shares	% of total shares of the company
1.	Mr. Atul Desai Independent Director	10	0.00	NO CHANGE	10	0.00
2.	Mr. V.S. Srinivasan Independent Director	107	0.01	NO CHANGE	107	0.01
3.	Mrs. Tania Deol (Managing Director)	6350	0.06	NO CHANGE	6350	0.06
4.	Mr. Venkatesh Kamath CFO & Executive Director	-	-	-	-	-
5.	Mr. Dharmil A Bodani	-	-	-	-	-
6.	Pranav S. Jasani	-	-	-	-	-
7.	Ms. Kinjal Sheth Company Secretary	-	-	-	-	-

V) 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	NONE			
i) Principal Amount				
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)				
Change in Indebtedness during the financial year	NONE			
* Addition				
* Reduction				
Net Change				
Indebtedness at the end of the financial year	NONE			
i) Principal Amount				
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)				

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
		Mrs. Tania Deol (MD)	
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	20,20,000	20,20,000/-
	(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)	20,20,000	20,20,000/-
	Ceiling as per the Act	In terms of the provisions of the Companies Act, 2013, ("Act") the remuneration payable to the Managing Director shall not exceed 5% of the net profit of the Company as calculated as per the Act. The remuneration paid to Mrs. Tania Deol –Managing Director was well within the limit.	

B. Remuneration to other directors

SN.	Particulars of Remuneration	Name of Directors				Total Amount (In ₹)
		Mr. Atul Desai	Mr. V.S. Srinivasan	Mr. Dharmil Bodani	Mr. Pranav Jasani	
1	Independent Directors					
	Fee for attending board committee meetings	2,20,000	2,60,000	-	1,60,000	6,40,000
	Commission	-	-	-	-	-
	Others, please specify	-	-	-	-	-
	Total (1)	2,20,000	2,60,000	-	1,60,000	6,40,000
2	Other Non-Executive Directors					
	Fee for attending board committee meetings	-	-	1,40,000	-	1,40,000
	Commission	-	-	-	-	-
	Others, please specify	-	-	-	-	-
	Total (2)	-	-	1,40,000	-	1,40,000
	Total (B)=(1+2)	2,20,000	2,60,000	1,40,000	1,60,000	7,80,000
	Overall Ceiling as per the Act	Sitting fees for the year not exceeding rupees One Lakh per meeting of the Board or committee in terms of rules 4 of the Companies {Appointment and Remuneration of Managerial Personnel} Rules, 2014.				

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

SN	Particulars of Remuneration	Key Managerial Personnel		
		Ms. Kinjal Sheth (Company Secretary)	Mr. Venkatesh Kamath (Chief Financial Officer)	Total (in Rs)
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	6,66,040	16,84,200	23,50,060
	(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	6,66,040	16,84,200	23,50,060

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			NONE		
Punishment					
Compounding					
B. DIRECTORS					
Penalty			NONE		
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty			NONE		
Punishment					
Compounding					