



# Lancer Container Lines Ltd.

CIN: L74990MH2011PLC214448

Form MGT-9

Extract of Annual Return as on the Financial Year ended On 31<sup>st</sup> March, 2018

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

## I. Registration and other details:

|      |   |  |
|------|---|--|
| i.   | CIN   | L74990MH2011PLC214448  |
| ii.  | Registration Date   | 07/03/2011   |
| iii. | Name of the Company   | Lancer Container Lines Limited   |
| iv.  | Category/Sub-Category of the Company                                      | Company Limited by Shares  |
| v.   | Address of the Registered office and contact details                      | 26/27, Arenja Tower CHS Ltd,<br>Plot No: 49/50/51, Sector -11,<br>CBD Belapur, Navi Mumbai-400614.<br><br>With effect from 25 <sup>th</sup> August 2018)<br>Mayuresh Chambers Premises Co-Op. Society Ltd,<br>Units Nos. H02-2, H02-3 & H02-4, Plot No. 60,<br>Sector-11, CBD Belapur, Navi Mumbai-400614  |
| vi.  | Whether listed company  | Yes, (Listed on April 13, 2016)  |
| vii. | Name, Address and Contact details of Registrar and Transfer Agent, if any | Bigshare Services Pvt. Ltd<br>1st Floor, Bharat Tin Works Building, Opp. Vasant<br>Oasis, Makwana Road, Marol, Andheri East,<br>Mumbai 400059<br><br>Tel.: + 91 22 62638200<br><br>Website: <a href="http://www.bigshareonline.com">www.bigshareonline.com</a><br><br>Investor Grievance Email -<br><a href="mailto:investor@bigshareonline.com">investor@bigshareonline.com</a> |

## 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:

26/27, Arenja Tower CHS. Ltd., Plot No. 49/50/51, Sector - 11, CBD Belapur, Navi Mumbai - 400 614.  
Tel. : +91 22 2756 6940/41/42 Fax : +91 22 2756 6939 Web.: [www.lancermarine.in](http://www.lancermarine.in)  
H.O. : Mumbai Branch : Delhi • Chennai • Mundra • Kolkatta • Tuticorin - Ludhiyana



|  |          |     |          |      |          |     |          |      |        |
|--|----------|-----|----------|------|----------|-----|----------|------|--------|
| i) Bodies Corp.  | 2,92,125 | Nil | 2,92,125 | 5.12 | 4,67,400 | Nil | 4,67,400 | 4.65 | (0.47) |
| j) Banks / FI  | Nil      | Nil | Nil      | Nil  | Nil      | Nil | Nil      | Nil  | Nil    |
| k) Any Other....   | Nil      | Nil | Nil      | Nil  | Nil      | Nil | Nil      | Nil  | Nil    |
| Sub-total(A)(2):-  | 2,92,125 | Nil | 2,92,125 | 5.12 | 4,67,400 | Nil | 4,67,400 | 4.65 | (0.47) |
| <b>B) Public Shareholding</b>  | Nil      | Nil | Nil      | Nil  | Nil      | Nil | Nil      | Nil  | Nil    |
| <b>1. Institutions</b>   | Nil      | Nil | Nil      | Nil  | Nil      | Nil | Nil      | Nil  | Nil    |
| a) Mutual Funds  | Nil      | Nil | Nil      | Nil  | Nil      | Nil | Nil      | Nil  | Nil    |
| b) Banks / FI  | Nil      | Nil | Nil      | Nil  | Nil      | Nil | Nil      | Nil  | Nil    |
| c) Central Govt  | Nil      | Nil | Nil      | Nil  | Nil      | Nil | Nil      | Nil  | Nil    |
| d) State Govt(s)   | Nil      | Nil | Nil      | Nil  | Nil      | Nil | Nil      | Nil  | Nil    |
| e) Venture Capital Funds   | Nil      | Nil | Nil      | Nil  | Nil      | Nil | Nil      | Nil  | Nil    |
| f) Insurance Companies   | Nil      | Nil | Nil      | Nil  | Nil      | Nil | Nil      | Nil  | Nil    |
| g) FIs   | Nil      | Nil | Nil      | Nil  | Nil      | Nil | Nil      | Nil  | Nil    |
| h) Foreign Venture Capital Funds   | Nil      | Nil | Nil      | Nil  | Nil      | Nil | Nil      | Nil  | Nil    |
| i) Others (specify)  | Nil      | Nil | Nil      | Nil  | Nil      | Nil | Nil      | Nil  | Nil    |
| Sub-total(B)(1)  | Nil      | Nil | Nil      | Nil  | Nil      | Nil | Nil      | Nil  | Nil    |
| <b>2. Non Institutions</b>   | Nil      | Nil | Nil      | Nil  | Nil      | Nil | Nil      | Nil  | Nil    |
| a) Bodies Corp.<br>(i) Indian<br>(ii) Overseas   | 1,05,000 | Nil | 1,05,000 | 1.84 | 3,32,000 | Nil | 3,32,000 | 3.30 | 1.46   |
| b) Individuals<br>(i) Individual shareholders holding nominal share capital up to Rs. 1 lakh | 5,45,391 | Nil | 5,45,391 | 9.55 | 2,96,018 | Nil | 2,96,018 | 2.95 | (6.6)  |

|   |           |     |           |       |             |     |             |       |        |
|---|-----------|-----|-----------|-------|-------------|-----|-------------|-------|--------|
| (ii)<br>Individual<br>shareholder<br>s holding<br>nominal<br>share<br>capital in<br>excess of Rs<br>1lakh | 7,74,999  | Nil | 7,74,999  | 13.57 | 18,15,982   | Nil | 18,15,982   | 18.07 | 4.5    |
| c)Others(Specify)   | 1,14,610  | Nil | 1,14,610  | 2.01  | 1,24,000    | Nil | 1,24,000    | 1.23  | (0.78) |
| Sub-total(B)(2)   | 15,40,000 | Nil | 15,40,000 | 26.97 | 25,68,000   | Nil | 25,68,000   | 25.56 | (1.42) |
| Total Public Shareholding (B)=(B)(1)+(B)(2)   | 15,40,000 | Nil | 15,40,000 | 26.97 | 25,68,000   | Nil | 25,68,000   | 25.56 | (1.42) |
| C. Shares held by Custodian for GDRs & ADRs   | Nil       | Nil | Nil       | Nil   | Nil         | Nil | Nil         | Nil   | Nil    |
| Grand Total(A+B+C)  | 57,09,400 | Nil | 57,09,400 | 100   | 1,00,47,040 | Nil | 1,00,47,040 | 100   | Nil    |

ii. A) Shareholding of Promoters

| Sr. No | 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 |  |
| 1.     | Abdul Khalik Chataiwala | 21,47,575                                 | 37.61                            | Nil  | 39,24,120                           | 39.06                            | Nil                                       | 1.45                                     |

b) Shareholding of Promoter group:

| Sr. No | Shareholder's Name | Shareholding at the beginning of the year | Shareholding at the end of the year |
|--------|--------------------|---|-------------------------------------|
|--------|--------------------|---|-------------------------------------|

|    |                                       | No. of Shares | % of total Shares of the company | % of Shares Pledged / encumb | No. of Shares | % of total Shares of the company | % of Shares Pledged / encumbered to total shares | % change in shareholding during the year |
|----|---------------------------------------|---------------|----------------------------------|------------------------------|---------------|----------------------------------|--|--|
| 1. | Mr. Fauzan Abdul Khalik Chataiwala .  | 65            | 0.00                             | Nil                          | 1,60,104      | 1.59                             | Nil  | 1.59                                     |
| 2. | Mr. Deepak L Rajani                   | 4,07,045      | 7.13                             | Nil                          | 6,51,272      | 6.48                             | Nil  | (0.65)                                   |
| 3. | Ashwamedh Enterprises Private Limited | 7,71,330      | 13.51                            | Nil                          | 12,34,128     | 12.28                            | Nil  | (1.23)                                   |
| 4. | Mrs. Tarannum Chataiwala.             | 5,51,250      | 9.66                             | Nil                          | 10,42,000     | 10.37                            | Nil  | 0.71                                     |
| 5. | Mr. Deepak Gangadhar Sonar            | 5             | Negligible                       | Nil                          | 8             | Negligible                       | Nil  | Negligible                               |
| 6. | Mr. Narayanan Kutty Parekattil        | 5             | Negligible                       | Nil                          | 8             | Negligible                       | Nil  | Negligible                               |
| 7. | Badoor Textiles LIC                   | 2,92,125      | 5.12                             | Nil                          | 4,67,400      | 4.65                             | Nil  | (0.47)                                   |

iii) A) Change in shareholding of Promoters

| Sl No | Shareholder's Name                 | 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 |
|       | <b>Mr. Abdul Khalik Chataiwala</b> |   |                                  |   |                                  |
|       | At the beginning of the year       | 21,47,575                                 | 37.61                            | ---                                     | ---                              |
| Add   | Preferential Allotment             | 3,05,000                                  | ---                              |   | ---                              |
| Add   | Bonus                              | 14,71,545                                 | ---                              | ---                                     | ---                              |
|       | <b>At the End of the year</b>      | ---                                       | ---                              | 39,24,120                               | 39.06                            |

C) Change in shareholding of Promoter Group.

| Sl No | Shareholder's Name | 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.  | Fauzan Abdul Khalik Chataiwala        |               |                                  |               |                                  |
|     | At the beginning of the year          | 65            | 0.00                             | ---           | ---                              |
| Add | Preferential Allotment                | 100000        | ---                              | ---           | ---                              |
| Add | Bonus                                 | 60039         | ---                              | ---           | ---                              |
|     | At the End of the year                | ---           | ---                              | 1,60,104      | 1.59                             |
| 2.  | Mr. Deepak L Rajani                   |               |                                  |               |                                  |
|     | At the beginning of the year          | 4,07,045      | 7.13                             | ---           | ---                              |
| Add | Bonus                                 | 244227        | ---                              | ---           | ---                              |
|     | At the End of the year                | ---           | ---                              | 6,51,272      | 6.48                             |
| 3.  | Ashwamedh Enterprises Private Limited |               |                                  |               |                                  |
|     | At the beginning of the year          | 7,71,330      | 13.51                            | ---           | ---                              |
| Add | Bonus                                 | 462798        | --                               | ---           | ---                              |
|     | At the End of the year                | ---           | ---                              | 12,34,128     | 12.28                            |
| 4.  | Mrs. Tarannum Chataiwala.             |               |                                  |               |                                  |
|     | At the beginning of the year          | 5,51,250      | 9.66                             | ---           | ---                              |
| Add | Preferential Allotment                | 100000        | 0.71                             | ---           | ---                              |
| Add | Bonus                                 | 390750        | --                               | ---           | ---                              |
|     | At the End of the year                | ---           | ---                              | 10,42,000     | 10.37                            |
| 5.  | Mr. Deepak Gangadhar Sonar            |               |                                  |               |                                  |
|     | At the beginning of the year          | 5             | Negligible                       | ---           | ---                              |
| Add | Bonus                                 | 3             | Negligible                       | ---           | ---                              |
|     | At the End of the year                | ---           | ---                              | 8             | Negligible                       |
| 6.  | Mr. Narayanan Kutty Parekattil        |               |                                  |               |                                  |
|     | At the beginning of the year          | 5             | Negligible                       | ---           | ---                              |
| Add | Bonus                                 | 3             | Negligible                       | ---           | ---                              |
|     | At the End of the year                | ---           | ---                              | 8             | Negligible                       |
| 7.  | Badoor Textiles Llc                   |               |                                  |               |                                  |
|     | At the beginning of the year          | 2,92,125      | 5.12                             | ---           | ---                              |

|     |                        |        |     |          |      |
|-----|------------------------|--------|-----|----------|------|
| Add | Bonus                  | 175275 | --  | ---      | ---  |
|     | At the End of the year | ---    | --- | 4,67,400 | 4.65 |

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 |                                  | Cumulative Shareholding during the year |                                  |
|---------|---------------------------|---|----------------------------------|---|----------------------------------|
|         |                           | No. of shares                             | % of total shares of the company | No. of shares                           | % of total shares of the company |
| 1       | Rikhav Securities Limited | 175001                                    | 3.06                             | 356000                                  | 3.54                             |
| 2       | Prasenjit Kumar Paul      | 20000                                     | 0.35                             | 108000                                  | 1.07                             |
| 3       | Sunil Kumar G Mishra      | 60000                                     | 1.05                             | 96000                                   | 0.95                             |
| 4       | Rajnikant Mohanlal Shah   | 60000                                     | 1.05                             | 96000                                   | 0.95                             |
| 5       | Vivek Kumar Bhauka        | 90000                                     | 1.57                             | 88000                                   | 0.87                             |
| 6       | Sahil Gupta               | 60000                                     | 1.05                             | 88000                                   | 0.87                             |
| 7       | Vijay Kumar Mishra        | 0   | Negligible                       | 80000                                   | 0.79                             |
| 8       | Mayannk D Sangani         | 50000                                     | 0.87                             | 76000                                   | 0.75                             |
| 9       | Sashi Kiran Bhauka        | 60000                                     | 1.05                             | 72000                                   | 0.71                             |
| 10      | Heena Salim Shaikh        | 20000                                     | 0.35                             | 56000                                   | 0.55                             |

Note:

1. Total shares of the company at the beginning of the year is 5709400 shares.
2. Total shares of the company during the year is 1,00,47,040 shares

v) Shareholding of Directors and Key Managerial Personnel:

| For Each of the Directors & KMP                    | Shareholding at the beginning of the year |                                  | Cumulative Shareholding end of the year |                                  |
|--|---|----------------------------------|---|----------------------------------|
|  | No .of shares                             | % of total shares of the company | No of shares                            | % of total shares of the company |
| Mr.Abdul Khalik Chataiwala<br>( Managing Director) |   |                                  |   |                                  |

|  |           |            |           |            |
|--|-----------|------------|-----------|------------|
| At the beginning of the year   | 2,147,575 | 37.61      | --        | --         |
| Add: preferential Allotment of shares pursuant to conversion of warrants | 3,05,000  | 1.45       | --        | --         |
| Add: Bonus Issue   | 14,71,545 | --         | --        | --         |
| At the end of the year   | --        | --         | 39,24,120 | 39.06      |
| Mr. Fauzan Abdul Khalik Chataiwala (Director)                            |           |            |           |            |
| At the beginning of the year   | 65        | 0.00156    | --        | --         |
| Add: preferential Allotment of shares pursuant to conversion of warrants | 1,00,000  | 1.59       | --        | --         |
| Add: Bonus Issue   | 60,039    | ----       | --        | --         |
| At the end of the year   | --        | --         | 1,60,104  | 1.59       |
| Mr. Narayanan Kutty Parakattil-(C.E.O)                                   |           |            |           |            |
| At the beginning of the year   | 5         | Negligible | --        | --         |
| Add: Bonus   | 3         | Negligible | --        | --         |
| At the end of the year   | --        | --         | 8         | Negligible |

The following directors does not hold any shares of the company during financial year 2017-2018 :

1. Vadakkath Sudhakaran Manesh - Executive Director
2. Harish Parameswaran- Executive Director

The following KMP does not hold any shares of the company during financial year 2017-2018.

1. Rajeev Bhavnani- Chief Financial Officer
2. Anchal Gupta- Company Secretary and Compliance officer

#### Indebtedness

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

(Figures in Rs.)

|   | Secured Loans excluding deposits | Unsecured Loans | Deposits | Total Indebtedness |
|---|----------------------------------|-----------------|----------|--------------------|
| Indebtedness at the beginning of the financial year |                                  |                 |          |                    |



|  |                |      |      |                |
|--|----------------|------|------|----------------|
| i) Principal Amount                                | 206,305,120.00 | 0.00 | 0.00 | 206,305,120.00 |
| 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)                                   | 206,305,120.00 | 0.00 | 0.00 | 206,305,120.00 |
| Change in Indebtedness during the financial year - |                |      |      |                |
| Addition -   | 98,738,906.00  | 0.00 | 0.00 | 98,738,906.00  |
| Reduction -  | 101,226,098.00 | 0.00 | 0.00 | 101,226,098.00 |
| Net Change   | (2,487,192.00) | 0.00 | 0.00 | (2,487,192.00) |
| Indebtedness at the end of the financial year      |                |      |      |                |
| i) Principal Amount                                | 202,686,431.00 | 0.00 | 0.00 | 202,686,431.00 |
| ii) Interest due but not paid                      | 715,978.00     | 0.00 | 0.00 | 715,978.00     |
| iii) Interest accrued but not due                  | 415,519.00     | 0.00 | 0.00 | 415,519.00     |
|  | 203,817,928.00 | 0.00 | 0.00 | 203,817,928.00 |

#### V. Remuneration of Directors and Key Managerial Personnel

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

| Sl. No | Particulars of Remuneration  | Name of MD/WTD/Manager ( All amounts in INR)   |  |                                   |   | Total Amount(in INR) |
|--------|--|--|--|-----------------------------------|---|----------------------|
|        |  | Abdul Khalik Chataiwala<br>(Managing Director) | Fauzan Abdul Khalik Chataiwala<br>(Director) | Harish Parameswaran<br>(Director) | Vadakkath Sudhakaran Manesh<br>(Director) |                      |
| 1.     | Gross salary<br>(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961<br>(b) Value of perquisites u/s 17(2) Income-tax Act, 1961 | 2,978,400                                      | 8,80,200                                     | 1,319,472                         | 3,280,000                                 | 84,58,072            |

|    |  |           |          |           |           |              |
|----|--|-----------|----------|-----------|-----------|--------------|
|    | (c) Profits in lieu of salary under section 17(3) Income tax Act, 1961 |           |          |           |           |              |
| 2. | Stock Option   | --        | --       | --        | --        |              |
| 3. | Sweat Equity   | --        | --       | --        | --        |              |
| 4. | Commission<br>- as % of profit<br>- others, specify...                 | --        | --       | --        | --        |              |
| 5. | Others, please specify   | --        | --       | --        | --        |              |
| 6. | Total(A)   | 2,978,400 | 8,80,200 | 1,319,472 | 3,280,000 | 84,58,072    |
|    | Ceiling as per the Act   | -         | -        | -         | -         | 1,68,00,000* |

\*Pursuant to the provisions of Sections 196, 197, 198, and any other applicable provisions, if any, of the Companies Act, 2013 & the Rules made there under (including any statutory modification or reenactment(s) thereof for the time being in force), read with Part II, Section II of Schedule V to the Companies Act, 2013 the members had accorded their consent by special resolution with requisite majority passed by postal ballot/ E-voting on 6<sup>th</sup> April, 2018 for revision in remuneration and approval of aforesaid limit of remuneration.

**B. Remuneration to other Directors:**

| Sl. No. | Particulars of Remuneration  | Independent Directors |                         |                         | Total Amount |
|---------|--|-----------------------|-------------------------|-------------------------|--------------|
|         |  | Suresh Babu Sankara   | Gajanand Harivilas Ruia | Vijayshri Anup Krishnan |              |
|         | <u>Independent Directors</u><br>- Fee for attending board committee meetings<br>- Commission<br>- Others, please specify | --                    | --                      | --                      | --           |
|         | Total(1)   |                       |                         |                         |              |
|         | <u>Other Non-Executive Directors</u><br>- Fee for attending board committee meetings<br>- Commission                     | --                    | --                      | --                      | --           |

|  |                                |    |    |    |    |
|--|--------------------------------|----|----|----|----|
|  | -Others, please specify        |    |    |    |    |
|  | Total(2)                       |    |    |    |    |
|  | Total(B)=(1+2)                 |    |    |    |    |
|  | Total Managerial Remuneration  | -- | -- | -- | -- |
|  | Overall Ceiling as per the Act | -- | -- | -- | -- |

**C. Remuneration to Key Managerial Personnel Other Than MD/Manager/WTD**

| Sl. no. | Particulars of Remuneration   | Key Managerial Personnel<br>(All amounts in INR) |                   |          |           |
|---------|---|--|-------------------|----------|-----------|
|         |   | CEO  | Company Secretary | CFO      | Total     |
| 1.      | Gross salary<br>(a) Salary as per provisions contained in section17(1) of the Income-tax Act,1961<br>(b) Value of perquisites u/s17(2) Income-taxAct,1961<br>(c) Profits in lieu of salary under section17(3)Income-taxAct,1961 | 5,79,600   | 3,67,213          | 7,42,181 | 16,88,994 |
| 2.      | Stock Option  | --   | --                | --       | --        |
| 3.      | Sweat Equity  | --   | --                | --       | --        |
| 4.      | Commission<br>- as% of profit<br>-others, specify...  | --   | --                | --       | --        |
| 5.      | Others, please specify  |  | --                | --       | --        |
| 6.      | Total   | 5,79,600   | 3,67,213          | 7,42,181 | 16,88,994 |

**VI. Penalties/Punishment/Compounding of Offence:**

| Type              | Section of the Co.'s Act | Brief description | Details of Penalty/Punishment/Compounding fees imposed | Authority [RD/NCLT/Court] | Appeal made. If any (give details) |
|-------------------|--------------------------|-------------------|--|---------------------------|------------------------------------|
| <b>A. Company</b> |                          |                   |  |                           |                                    |
| Penalty           |                          | --                | --   | --                        | --                                 |

|                                     |  |  |   |                    |    |
|-------------------------------------|--|--|---|--------------------|----|
| Punishment                          |  |  |   |                    |    |
| Compounding                         | Section 42 and 62 of Companies Act, 2013 | Application for condonation of unintentional non-compliance regarding various allotment of shares under section 42 and 62 of the Companies 2013 during the financial year 2014-15 and 2015-16. | Application for compounding has been made, order of court is awaited. | Central Government | -- |
| <b>B. Directors</b>                 |  |  |   |                    |    |
| Penalty                             | --                                       | --   | --  | --                 | -- |
| Punishment                          | --                                       | --   | --  | --                 | -- |
| Compounding                         | --                                       | --   | --  | --                 | -- |
| <b>C. Other Officers In Default</b> |  |  |   |                    |    |
| Penalty                             | --                                       | --   | --  | --                 | -- |
| Punishment                          | --                                       | --   | --  | --                 | -- |
| Compounding                         | --                                       | --   | --  | --                 | -- |

For Lancer Container Lines Ltd

Sd/-

Abdul Khalik Chataiwala

Managing Director

Sd/-

Anchal Gupta

Company secretary and compliance officer.

Place : Navi Mumbai

Date : 12 June 2018