

Annexure III

Form No. MGT-9

EXTRACT OF ANNUAL RETURN AS ON THE FINANCIAL YEAR ENDED ON MARCH 31, 2022

[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	L72200MH1986PLC039341
ii.	Registration Date	March 25, 1986
iii.	Name of the Company	Trigyn Technologies Limited
iv.	Category / Sub-Category of the Company	Company Limited by shares/ Indian Non-Government Company
v.	Address of the Registered office and contact details	27, SDF -1, SEEPZ-SEZ, Andheri (East), Mumbai -400096 Tel: 91(22) 61400909 Fax: 91(22) 28291418 Email: ro@trigyn.com Website www.trigyn.com
vi.	Whether listed company	Yes
vii.	Name, Address and Contact details of Registrar and Transfer Agent, if any	M/s KFin Technologies Limited (Formerly known as KFin Technologies Private Limited) Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500 032. Tel: +91 40 67162222/33211000 Fax: +91 40 67161627/33 Email: einward.ris@kfintech.com website: www.kfintech.com

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:

Sr. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	Computer Programming, Consultancy and Related Activities	620	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name And Address Of The Company	CIN/GLN	Holding/ Subsidiary /Associate	% of shares held	Applicable Section
1.	Trigyn Technologies (India) Private Limited	U74999MH1996PTC100198	Subsidiary	100%	2(87)
2.	Leading Edge Infotech Limited	U72200MH1996PLC101095	Subsidiary	100%	2(87)
3.	Trigyn Technologies Inc. U.S.A.	Not applicable	Subsidiary	100%	2(87)
4.	Trigyn Technologies Schweiz GmbH	Not Applicable	Subsidiary	100%	2(87)

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i. Category-wise Share Holding

	Category Of Shareholder	No. of shares held at the beginning of the year April 1, 2021				No. of shares held at the end of the year March 31, 2022				% Change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. PROMOTER AND PROMOTER GROUP										
(1)	INDIAN									
(a)	Individual /HUF	0	0	0	0.00	0	0	0	0.00	0.00
(b)	Central Government/ State Government(s)	0	0	0	0.00	0	0	0	0.00	0.00
(c)	Bodies Corporate	1,37,01,877	0	1,37,01,877	44.51	1,37,01,877	0	1,37,01,877	44.51	0.00
(d)	Financial Institutions / Banks	0	0	0	0.00	0	0	0	0.00	0.00
(e)	Others	0	0	0	0.00	0	0	0	0.00	0.00
Sub-Total A(1):		1,37,01,877	0	1,37,01,877	44.51	1,37,01,877	0	1,37,01,877	44.51	0.00
(2)	FOREIGN									
(a)	Individuals (NRIs/ Foreign Individuals)	0	0	0	0.00	0	0	0	0.00	0.00
(b)	Bodies Corporate	0	0	0	0.00	0	0	0	0.00	0.00
(c)	Institutions	0	0	0	0.00	0	0	0	0.00	0.00
(d)	Qualified Foreign Investor	0	0	0	0.00	0	0	0	0.00	0.00
(e)	Others	0	0	0	0.00	0	0	0	0.00	0.00
Sub-Total A(2):		0	0	0	0.00	0	0	0	0.00	0.00
Total A=A(1)+A(2)		1,37,01,877	0	1,37,01,877	44.51	1,37,01,877	0	1,37,01,877	44.51	0.00
B. PUBLIC SHAREHOLDING										
(1)	INSTITUTIONS									
(a)	Mutual Funds /UTI	0	0	0	0.00	0	0	0	0.00	0.00
(b)	Financial Institutions / Banks	0	0	0	0.00	0	0	0	0.00	0.00
(c)	Central Government / State Government(s)	0	0	0	0.00	0	0	0	0.00	0.00
(d)	Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
(e)	Insurance Companies	0	0	0	0.00	0	0	0	0.00	0.00
(f)	Foreign Institutional Investors	0	3,400	3,400	0.01	1,47,376	0	1,47,376	0.48	0.47
(g)	Foreign Venture Capital Investors	0	0	0	0.00	0	0	0	0.00	0.00
(h)	Qualified Foreign Investor	0	0	0	0.00	0	0	0	0.00	0.00
(i)	Others	0	0	0	0.00	0	0	0	0.00	0.00
Sub-Total B(1):		0	3,400	3,400	0.01	1,47,376	0	1,47,376	0.48	0.47

	Category Of Shareholder	No. of shares held at the beginning of the year April 1, 2021				No. of shares held at the end of the year March 31, 2022				% Change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(2)	NON-INSTITUTIONS									
(a)	Bodies Corporate	5,35,820	3,601	5,39,421	1.75	7,17,039	800	7,17,839	2.33	0.58
(b)	Individuals-									
	(i) Individuals holding nominal share capital upto ₹ 1 lakh	78,31,850	69,534	79,01,384	25.67	1,05,78,960	38,977	1,06,17,937	34.49	8.80
	(ii) Individuals holding nominal share capital in excess of ₹ 1 lakh	79,92,586	0	79,92,586	25.96	48,03,038	0	48,03,038	15.60	(10.36)
(c)	Others									
	NBFCs Registered with RBI	0	0	0	0.00	3,000	0	3,000	0.01	0.01
	CLEARING MEMBERS	59,052	0	59,052	0.19	1,04,685	0	1,04,685	0.34	0.15
	NON RESIDENT INDIANS	2,65,984	1,234	2,67,218	0.87	2,66,270	0	2,66,270	0.86	(0.01)
	NRI NON-REPATRIATION	3,14,440	0	3,14,440	1.02	2,90,788	0	2,90,788	0.94	(0.08)
	TRUSTS	108	0	108	0.00	208	0	208	0.00	0.00
(d)	IEPF	0	0	0	0	1,32,718	0	1,32,718	0.43	0.43
	Sub-Total B(2) :	1,70,06,090	74,369	1,70,80,459	55.48	1,68,96,706	39,777	1,69,36,483	55.01	0.47
	Total B=B(1)+B(2):	1,70,06,090	77,769	1,70,83,859	55.49	1,70,44,082	39,777	1,70,83,859	55.49	0
	Total (A+B) :	3,07,07,967	77,769	3,07,85,736	100.00	3,07,45,959	39,777	3,07,85,736	100.00	0
C.	Shares held by custodians, against which Depository Receipts have been issued	0	0	0	0	0	0	0	0	0
	GRAND TOTAL (A+B+C) :	3,07,07,967	77,769	3,07,85,736	100.00	3,07,45,959	39,777	3,07,85,736	100.00	0

ii. 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 shares	
1.	UNITED TELECOMS LIMITED	1,37,01,877	44.51	0.00	1,37,01,877	44.51	0.00	0.00
	Total	1,37,01,877	44.51	0.00	1,37,01,877	44.51	0.00	0.00

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

Sr. no	Name of the Promoter	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	UNITED TELECOMS LIMITED				
	At the beginning of the year	1,37,01,877	44.51	1,37,01,877	44.51
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	There is no change in Promoters' Shareholding between 01.04.2021 to 31.03.2022.			
	At the End of the year	1,37,01,877	44.51	1,37,01,877	44.51

iv. Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

Sr. No.	Top 10 Shareholders*	Shareholding at the beginning of the year (01.04.2021)		Shareholding at the end of the year (31.03.2022)	
		No. of shares	% total Shares of the Company	No. of shares	% total Shares of the Company
A.	At the beginning of the year				
	HOMIYAR MINOO PANDAY	950666	3.09	450666	1.46
	LILAVATI ASHOK SHAH	407214	1.32	407214	1.32
	VACHAN KAMATH	391185	1.27	391185	1.27
	AKSHAYA KAMATH	390385	1.27	390385	1.27
	SUNANDA CHAUDHURY VAIDYA	364630	1.18	364630	1.18
	VEENA CHHABRA	288352	0.94	0	0.00
	RAHUL KAPUR	275750	0.90	0	0.00
	TUSHAR VAIDYA	257570	0.84	7570	0.02
	LILAVATI ASHOK SHAH	250000	0.81	250000	0.81
	RAMACHANDRAN GANAPATHI	145811	0.47	29774	0.10
B.	Date wise Increase/decrease in shareholding during the year specifying the reasons for increase/decrease (e.g allotment, transfer/ bonus/ sweat equity etc.)				

* The Shares of the Company are traded on a daily basis and hence the top 10 shareholders in between the start of the year (April 1, 2021) and end of the year (March 31, 2022) who were not in top 10 either at the beginning or at the end of the year is not indicated. Shareholding is consolidated based on permanent account number (PAN) of the shareholder.

Statement of Top 10 Shareholders transaction details for the period between April 1, 2021 and March 31, 2022

SR. No.	NAME	SHARES	DATE	REM
1	HOMIYAR MINOO PANDAY	950666	31/03/2021	OPBAL
	HOMIYAR MINOO PANDAY	(500000)	20/08/2021	SALE

1	HOMIYAR MINOO PANDAY	450666	31/03/2022	CLBAL
2	LILAVATI ASHOK SHAH	407214	31/03/2021	OPBAL
2	LILAVATI ASHOK SHAH	407214	31/03/2022	CLBAL
3	VACHAN KAMATH	391185	31/03/2021	OPBAL
3	VACHAN KAMATH	391185	31/03/2022	CLBAL
4	AKSHAYA KAMATH	390385	31/03/2021	OPBAL
4	AKSHAYA KAMATH	390385	31/03/2022	CLBAL
5	SUNANDA CHAUDHURY VAIDYA	364630	31/03/2021	OPBAL
5	SUNANDA CHAUDHURY VAIDYA	364630	31/03/2022	CLBAL
6	VEENA CHABBRA	288352	31/03/2021	OPBAL
6	VEENA CHABBRA	475	09/04/2021	PURCHASE
6	VEENA CHABBRA	392	16/04/2021	PURCHASE
6	VEENA CHABBRA	(94)	07/05/2021	SALE
6	VEENA CHABBRA	(11915)	18/06/2021	SALE
6	VEENA CHABBRA	1356	25/06/2021	PURCHASE
6	VEENA CHABBRA	(500)	30/06/2021	SALE
6	VEENA CHABBRA	(3519)	02/07/2021	SALE
6	VEENA CHABBRA	(150000)	09/07/2021	SALE
6	VEENA CHABBRA	(15040)	30/07/2021	SALE
6	VEENA CHABBRA	(720)	06/08/2021	SALE
6	VEENA CHABBRA	(88001)	03/09/2021	SALE
6	VEENA CHABBRA	(17804)	10/09/2021	SALE
6	VEENA CHABBRA	(2982)	17/09/2021	SALE
6	VEENA CHABBRA	0	31/03/2022	CLBAL
7	RAHUL KAPUR	275750	31/03/2021	OPBAL
7	RAHUL KAPUR	(30000)	21/05/2021	SALE
7	RAHUL KAPUR	(175000)	28/05/2021	SALE
7	RAHUL KAPUR	(20000)	11/06/2021	SALE
7	RAHUL KAPUR	(30000)	18/06/2021	SALE
7	RAHUL KAPUR	(20750)	25/06/2021	SALE
7	RAHUL KAPUR	0	31/03/2022	CLBAL
8	TUSHAR VAIDYA	257570	31/03/2021	OPBAL
8	TUSHAR VAIDYA	(250000)	17/09/2021	SALE
8	TUSHAR VAIDYA	7570	31/03/2022	CLBAL
9	LILAVATI ASHOK SHAH	250000	31/03/2021	OPBAL
9	LILAVATI ASHOK SHAH	250000	31/03/2022	CLBAL
10	RAMACHANDRAN GANAPATHI	145811	31/03/2021	OPBAL
10	RAMACHANDRAN GANAPATHI	(54779)	28/05/2021	SALE
10	RAMACHANDRAN GANAPATHI	(30000)	04/06/2021	SALE
10	RAMACHANDRAN GANAPATHI	(31258)	11/06/2021	SALE
10	RAMACHANDRAN GANAPATHI	29774	31/03/2022	CLBAL

Shareholding of Directors and Key Managerial Personnel:

Sr. no	Name	Date	Reason	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
Directors							
1	Mr. R. Ganapathi	1-Apr-21	Op Bal	1,45,811	0.47	1,45,811	0.47
		28-May-21	Sale	(54,779)	0.18	91,032	0.30
		4-Jun-21	Sale	(30,000)	0.10	61,032	0.20
		11-Jun-21	Sale	(31,258)	0.10	29,774	0.10
		31-Mar-22	Cl Bal	29,774	0.10	29,774	0.10
Key Managerial Personnel							
2	Mr. Amin Bhojani	1-Apr-21	Op Bal	6,250	0.02	-	-
		25-Jun-21	Sale	(6,250)	0.02	-	-
		31-Mar-22	Cl Bal	-	-	-	-

VI. INDEBTEDNESS

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

(₹ in Lakhs)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	Nil	Nil	Nil	Nil
ii) Interest due but not paid	Nil	Nil	Nil	Nil
iii) Interest accrued but not	Nil	Nil	Nil	Nil
Total (i+ii+iii)	Nil	Nil	Nil	Nil
Change in Indebtedness during the financial year				
- Addition	Nil	Nil	Nil	Nil
- Reduction	Nil	Nil	Nil	Nil
Net Change	Nil	Nil	Nil	Nil
Indebtedness at the end of the financial year				
i) Principal Amount	Nil	480.73	Nil	Nil
ii) Interest due but not paid	Nil	11.04	Nil	Nil
iii) Interest accrued but not due	Nil	Nil	Nil	Nil
Total (i+ii+iii)	Nil	491.77	Nil	Nil

VII. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

(₹ In Lakhs)

Sr. No.	Particulars of Remuneration	Ms. Bhavana Rao*	Mr. Dilip Hanumara*
1	Gross salary		
	a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	-	-
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961	-	-
	(c) Profits in lieu of salary under Section 17(3) of the Income tax Act, 1961	-	-
2	Stock Option	-	-
3	Sweat Equity	-	-
4	Commission	-	-
	- as % of profit	-	-
	- others, specify	-	-
5	Others	-	-
	Sitting Fees	-	-
	Consultancy Fees		
	Total (A)		
	Ceiling as per the Act (@ 5% of profits calculated under Section 198 of the Companies Act, 2013)	17.76	17.76
	Ceiling as per the effective capital of the company	-	-

* Ms. Bhavana Rao and Mr. Dilip Hanumara are paid remuneration ₹ 130.16 Lakhs and ₹ 1095.48 Lakhs respectively from subsidiary TTI.

B. Remuneration to other directors: (Refer Corporate Governance Report for details):

(₹ In Lakhs)

Sr. No	Particulars of Remuneration	Fee for attending board / Committee meetings	Commission & Consultancy	Others (reimbursement + others)	Total Amount
1	Independent Directors				
	Mr. CH. V. V. Prasad	1.80	-	-	1.80
	Mr. Vivek Khare	3.00	-	-	3.00
	Dr. B. R. Patil	1.80	-	-	1.80
	Mr. A. R. Ansari	3.00	-	-	3.00
	Mr. Pradeep Kumar Panja##	-	-	-	-
	Mr. Kodumudi Sambamurthi Sripathi	1.80	-	0.80	2.60
	Ms. Lakshmi Potluri#	1.00	-	-	1.00
	Total (1)	12.40	-	0.80	13.20
2	Other Non-Executive Director				
	Dr. Raja Mohan Rao	-	-	15.24	15.24
	Mr. R. Ganapathi	1.60	-	78.82*	80.42
	Total (2)	1.60	-	94.07	95.67
	Total (B)= (1+2)	14.00	-	94.87	108.87
	Total Managerial Remuneration	Nil			Nil
	Ceiling as per the Act (@ 1% of profits calculated under Section 198 of the Companies Act, 2013)	3.55			3.55

* Includes Consultancy Fees (in Professional Capacity) ₹ 40.00 Lakhs & Reimbursement expenses ₹ 38.82 Lakhs

#Ms. Lakshmi Potluri was appointed as an additional Director in the FY 2021-22 w.e.f. August 11, 2021

##Mr. Pradeep Kumar Panja resigned from the position of Independent Director in the FY 2021-22 w.e.f. July 1, 2021

C. Remuneration to Key Managerial Personnel other than MD / Manager / WTD:*(₹ In Lakhs)*

Sr. No.	Particulars of Remuneration	Key Managerial Personnel		
		Mr. Amin Bhojani	Mr. Mukesh Tank	Total
1	Gross salary	43.16	29.32	72.48
	a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	-	-	-
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961	-	-	-
	(c) Profits in lieu of salary under Section 17(3) of the Income tax Act, 1961	-	-	-
2	Stock Option*	-	-	-
3	Sweat Equity	-	-	-
4	Commission	-	-	-
	- as % of profit			
	others, Bonus			
5	Others, specify	-	-	-
	Total	43.16	29.32	72.48

The remuneration above does not include contribution to provident fund, gratuity fund and provision for Leave encashment, as these are lump sum amounts for all relevant employees based on actuarial valuation.

It also excludes continuity pay to Amin Bhojani for FY 2020-21 ₹ 5 Lakhs & to Mukesh Tank for FY 2019-20 ₹ 3.64 Lakhs & for FY 2020-21 ₹ 4.02 Lakhs.

PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

There was no penalty imposed by the statutory authorities on the Company under the Companies Act, 2013 and rules made thereunder during the Financial Year 2021-22.