

SESHASAYEE PAPER AND BOARDS LIMITED

FORM No. MGT-9

EXTRACT OF ANNUAL RETURN

As on the financial year ended on 31 03 2021

[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 : L21012TZ1960PLC000364
- (ii) Registration Date : 22 06 1960
- (iii) Name of the Company : Seshasayee Paper and Boards Limited
- (iv) Category / Sub-Category of the Company : Non Government Company Limited by Shares
- (v) Address of the Registered office and contact details : Sri V Pichai
Deputy Managing Director & Secretary
Seshasayee Paper and Boards Limited
Pallipalayam, Cauvery RS PO
Erode 638 007, Namakkal District
- (vi) Whether listed Company : Yes
- (vii) Name, address and Contact details of Registrar and Transfer Agent, if any : Sri K Suresh Babu
Director
M/s Integrated Registry Management
Services Pvt. Ltd
Kences Towers, II Floor
No.1 Ramakrishna Street
North Usman Road, T Nagar
Chennai 600 017

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	Writing & Printing Paper	1701	100

SESHASAYEE PAPER AND BOARDS LIMITED

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES :

Sl. No.	Name and Address of the Company	CIN / GLN	Holding Subsidiary / Associate	% of shares held	Applicable Section
1	M/s Esvi International (Engineers & Exporters) Limited Esvin House Old Mahabalipuram Road Perungudi Chennai 600 096	U51909TN19 78PTC007495	Subsidiary	100	2(87) of Companies Act, 2013
2	M/s Ponni Sugars (Erode) Limited Esvin House Old Mahabalipuram Road Perungudi Chennai 600 096	L15422TN19 96PLC037200	Associate	27.45	2(6) of Companies Act, 2013

IV. SHAREHOLDING PATTERN (EQUITY SHARE CAPITAL BREAKUP AS PERCENTAGE OF TOTAL EQUITY) :

(i) Category-wise shareholding

Category of shareholders	No. of shares held at the beginning of the year (01 04 2020)				No. of shares held at the end of the year (31 03 2021)				% change during the year
	Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
A. Shareholding of Promoter and Promoter Group									
(1) Indian									
(a) Individual / HUF	91760	0	91760	0.15	91760	0	91760	0.15	0.00
(b) Central / State Government	--	--	--	--	--	--	--	--	--
(c) Bodies Corporate	19069785	0	19069785	30.23	19069785	0	19069785	30.23	0.00
(d) Banks / FI	--	--	--	--	--	--	--	--	--
(e) Any other (specify)	--	--	--	--	--	--	--	--	--
Sub-Total (A) (1)	19161545	0	19161545	30.38	19161545	0	19161545	30.38	0.00
(2) Foreign									
(a) NRIs-Individuals	--	--	--	--	--	--	--	--	--
(b) Bodies Corporate	7738475	0	7738475	12.27	7738475	0	7738475	12.27	0.00
(c) Institutions	--	--	--	--	--	--	--	--	--
(d) Qualified Foreign Investor	--	--	--	--	--	--	--	--	--
(e) Any other (specify)	--	--	--	--	--	--	--	--	--
Sub-Total (A) (2)	7738475	0	7738475	12.27	7738475	0	7738475	12.27	0.00
Total Shareholding of Promoter & Promoter Group(A)=(A)(1)+(A)(2)	26900020	0	26900020	42.65	26900020	0	26900020	42.65	0.00
B. Public Shareholding									
1. Institutions									
(a) Mutual Funds / UTI	0	1000	1000	0.00	0	1000	1000	0.00	0.00
(b) Banks / FI	23886	14820	38706	0.06	2250	12820	15070	0.03	-0.03
(c) Central / State Government	0	9000000	9000000	14.27	0	9000000	9000000	14.27	0.00
(d) Venture Capital Funds	--	--	--	--	--	--	--	--	--
(e) Insurance Companies	1570953	0	1570953	2.49	--	--	--	--	-2.49
(f) Foreign Institutional Investors	--	--	--	--	--	--	--	--	--
(g) Foreign Venture Capital Investors	--	--	--	--	--	--	--	--	--
(h) Qualified Foreign Investor	--	--	--	--	--	--	--	--	--
(i) Any other (specify)	--	--	--	--	--	--	--	--	--
Sub-Total (B) (1)	1594839	9015820	10610659	16.82	2250	9013820	9016070	14.30	-2.52

(i) Category-wise shareholding (Contd.)

Category of shareholders	No. of shares held at the beginning of the year (01 04 2020)				No. of shares held at the end of the year (31 03 2021)				% change during the year
	Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
2. Non Institutions									
(a) Bodies Corporate (Indian)	3280014	12760	3292774	5.22	3346053	8680	3354733	5.32	0.10
(b) Individuals (Resident / NRI / Foreign National)	--	--	--	--	--	--	--	--	--
(i) Individual shareholders holding nominal share capital upto ` 1 lakh	6869673	1230070	8099743	12.84	6597284	1154910	7752194	12.29	-0.55
(ii) Individual shareholders holding nominal share capital in excess of ` 1 lakh	5254621	97530	5352151	8.49	5203028	97530	5300558	8.41	-0.08
(c) Qualified Foreign Investor	--	--	--	--	--	--	--	--	--
(d) Any other (specify)									
Foreign Portfolio Corporate - 1 & 2	5038678	--	5038678	7.99	6827053	--	6827053	10.82	2.83
Investor Education Protection Fund	864665	--	864665	1.37	897300	--	897300	1.42	0.05
Trusts	40695	2840905	2881600	4.57	41265	2840905	2882170	4.57	0.00
Alternate Investment Fund	--	--	--	--	96000	--	96000	0.15	0.15
Limited Liability Partnership	5070	--	5070	0.01	24074	--	24074	0.04	0.03
Clearing Member	22780	--	22780	0.04	17968	--	17968	0.03	-0.01
Sub-Total (B) (2)	21376196	4181265	25557461	40.53	23050025	4102025	27152050	43.05	2.52
Total Public Shareholding (B) = (B)(1) + (B)(2)	22971035	13197085	36168120	57.35	23052275	13115845	36168120	57.35	0.00
(c) Share held by Custodian for GDRs & ADRs	--	--	--	--	--	--	--	--	--
Grand Total (A+B+C)	49871055	13197085	63068140	100.00	49952295	13115845	63068140	100.00	0.00

(ii) Shareholding of Promoters :

Sl No.	Shareholder's Name	No. of shares held at the beginning of the year (01 04 2020)			No. of shares held at the end of the year (31 03 2021)			% Change 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	Ponni Sugars (Erode) Limited	8840905	14.02	0	8840905	14.02	0	0.00
2	Synergy Investments Pte Limited	7738475	12.27	0	7738475	12.27	0	0.00
3	Time Square Investments Private Limited	6288105	9.97	0	6288105	9.97	0	0.00
4	Dhanashree Investments Private Limited	2951290	4.68	0	2951290	4.68	0	0.00
5	Ultra Investments and Leasing Co.Pvt Ltd	926480	1.47	0	926480	1.47	0	0.00
6	High Energy Batteries (India) Limited	51645	0.08	0	51645	0.08	0	0.00
7	SPB Projects and Consultancy Limited	11360	0.02	0	11360	0.02	0	0.00
8	N Gopalaratnam	46155	0.07	0	46155	0.07	0	0.00
9	K S Kasi Viswanathan	2910	0.00	0	2910	0.00	0	0.00
10	V Pichai	42695	0.07	0	42695	0.07	0	0.00
	Total	26900020	42.65	0	26900020	42.65	0	0.00

(iii) Change in Promoter's Shareholding (please specify, if there is no change)

SI No.		No. of shares held at the beginning of the year (01 04 2020)		No. of shares held at the end of the year (31 03 2021)	
		No. of Shares	% of Total shares of the Company	No. of Shares	% of Total shares of the Company
	At the Beginning of the year 01 04 2020	26900020	42.65		
	Date wise increase / Decrease in Promoters Shareholding during the year			--	--
	At the end of the year 31 03 2021			26900020	42.65

(iv) Shareholding Pattern of Top Ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs)

SI No.		No. of shares held at the beginning of the year (01 04 2020)		No. of shares held at the end of the year (31 03 2021)	
		No. of Shares	% of Total shares of the Company	No. of Shares	% of Total shares of the Company
1	The Tamilnadu Industrial Investment Corporation Limited				
	At the Beginning of the year 01 04 2020	9000000	14.27		
	At the end of the year 31 03 2021			9000000	14.27
2	Atyant Capital India Fund I				
	At the Beginning of the year 01 04 2020	3383140	5.36		
	At the end of the year 31 03 2021			3383140	5.36
3	Sri A L Somayaji, Managing Trustee, SPB Equity Shares Trust				
	At the Beginning of the year 01 04 2020	2840905	4.50		
	At the end of the year 31 03 2021			2840905	4.50
4	Coromandel Sugars Limited				
	At the Beginning of the year 01 04 2020	2372315	3.76		
	At the end of the year 31 03 2021			2372315	3.76
5	Life Insurance Corporation of India				
	At the Beginning of the year 01 04 2020	1570953	2.49		
	Sale 22 05 2020	(-) 5683	0.01	1565270	2.48
	Sale 05 06 2020	(-) 53034	0.08	1512236	2.40
	Sale 12 06 2020	(-) 74267	0.12	1437969	2.28

SI No.		No. of shares held at the beginning of the year (01 04 2020)		No. of shares held at the end of the year (31 03 2021)	
		No. of Shares	% of Total shares of the Company	No. of Shares	% of Total shares of the Company
	Life Insurance Corporation of India (Contd.)				
	Sale 19 06 2020	(-) 163933	0.26	1274036	2.02
	Sale 26 06 2020	(-) 145616	0.23	1128420	1.79
	Sale 30 06 2020	(-) 65000	0.10	1063420	1.69
	Sale 03 07 2020	(-) 33434	0.05	1029986	1.64
	Sale 10 07 2020	(-) 66256	0.11	963730	1.53
	Sale 17 07 2020	(-) 56937	0.09	906793	1.44
	Sale 24 07 2020	(-) 108215	0.17	798578	1.27
	Sale 29 07 2020	(-) 60000	0.10	738578	1.17
	Sale 31 07 2020	(-) 24778	0.04	713800	1.13
	Sale 07 08 2020	(-) 30083	0.05	683717	1.08
	Sale 14 08 2020	(-) 84770	0.13	598947	0.95
	Sale 21 08 2020	(-) 75064	0.12	523883	0.83
	Sale 28 08 2020	(-) 40166	0.06	483717	0.77
	Sale 11 09 2020	(-) 34477	0.05	449240	0.72
	Sale 18 09 2020	(-) 32772	0.05	416468	0.67
	Sale 25 09 2020	(-) 9871	0.02	406597	0.65
	Sale 09 10 2020	(-) 46778	0.07	359819	0.58
	Sale 16 10 2020	(-) 95000	0.15	264819	0.43
	Sale 23 10 2020	(-) 44080	0.07	220739	0.36
	Sale 30 10 2020	(-) 9007	0.01	211732	0.35
	Sale 13 11 2020	(-) 76019	0.12	135713	0.22
	Sale 20 11 2020	(-) 73362	0.12	62351	0.10
	Sale 27 11 2020	(-) 62351	0.10	0	0.00
	At the end of the year 31 03 2021			0	0.00
6	Pushpa Devi Saraogi				
	At the Beginning of the year 01 04 2020	1124995	1.78		
	At the end of the year 31 03 2021			1124995	1.78

SI No.		No. of shares held at the beginning of the year (01 04 2020)		No. of shares held at the end of the year (31 03 2021)	
		No. of Shares	% of Total shares of the Company	No. of Shares	% of Total shares of the Company
7	Usha Devi Saraogi				
	At the Beginning of the year 01 04 2020	1124950	1.78		
	At the end of the year 31 03 2021			1124950	1.78
8	Investor Education and Protection Fund Authority				
	At the Beginning of the year 01 04 2020	864665	1.37		
	Claim 11 09 2020	(-) 60	0.00	864605	1.37
	Claim 25 09 2020	(-) 1800	0.00	862805	1.37
	Share Transferred 30 09 2020	37250	0.06	900055	1.43
	Claim 22 01 2021	(-) 1250	0.00	898805	1.43
	Claim 05 02 2021	(-) 460	0.00	898345	1.42
	Claim 12 02 2021	(-) 570	0.00	897775	1.42
	Claim 26 02 2021	(-) 475	0.00	897300	1.42
	At the end of the year 31 03 2021			897300	1.42
9	Gothic Corporation				
	At the Beginning of the year 01 04 2020	797360	1.26		
	Purchase 31 07 2020	25000	0.04	822360	1.30
	Purchase 07 08 2020	50000	0.08	872360	1.38
	Purchase 14 08 2020	68547	0.11	940907	1.49
	Purchase 21 08 2020	162972	0.26	1103879	1.75
	Purchase 28 08 2020	40000	0.06	1143879	1.81
	At the end of the year 31 03 2021			1143879	1.81
10	Sathyamoorthi Devarajulu **				
	At the Beginning of the year 01 04 2020	610912	0.97		
	Sale 10 04 2020	(-) 10912	0.02	600000	0.95
	Sale 19 02 2021	(-) 100000	0.16	500000	0.79
	At the end of the year 31 03 2021			500000	0.79

SI No.		No. of shares held at the beginning of the year (01 04 2020)		No. of shares held at the end of the year (31 03 2021)	
		No. of Shares	% of Total shares of the Company	No. of Shares	% of Total shares of the Company
11	Vanderbilt University - Atyant Capital Management Limited **				
	At the Beginning of the year 01 04 2020	0	0.00		
	Purchase 05 06 2020	100000	0.16	100000	0.16
	Purchase 12 06 2020	250971	0.39	350971	0.55
	Purchase 19 06 2020	181095	0.29	532066	0.84
	Purchase 30 06 2020	57000	0.09	589066	0.93
	Purchase 17 07 2020	70000	0.11	659066	1.04
	Purchase 24 07 2020	155643	0.25	814709	1.29
	Purchase 29 07 2020	50000	0.08	864709	1.37
	Purchase 04 09 2020	36000	0.06	900709	1.43
	Purchase 11 09 2020	37500	0.06	938209	1.49
	Purchase 18 09 2020	24000	0.04	962209	1.53
	Purchase 30 09 2020	3252	0.00	965461	1.53
	Purchase 16 10 2020	93995	0.15	1059456	1.68
	Purchase 23 10 2020	71377	0.11	1130833	1.79
	Purchase 30 10 2020	2801	0.00	1133634	1.79
	At the end of the year 31 03 2021			1133634	1.79

** Shareholder “Vanderbilt University - Atyant Capital Management Limited” entered in to the list of Top Ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs) during the FY 2020-21 and the shareholder “Sathyamoorthi Devarajulu” moved out of the list, as on March 31, 2021.

(v) Shareholding of Directors and Key Managerial Personnel :

Sl No.		No. of shares held at the beginning of the year (01 04 2020)		No. of shares held at the end of the year (31 03 2021)	
		No. of Shares	% of Total shares of the Company	No. of Shares	% of Total shares of the Company
1	Sri N Gopalaratnam				
	At the Beginning of the year 01 04 2020	46155	0.07		
	At the end of the year 31 03 2021			46155	0.07
2	Sri K S Kasi Viswanathan				
	At the Beginning of the year 01 04 2020	2910	0.00		
	At the end of the year 31 03 2021			2910	0.00
3	Sri V Pichai				
	At the Beginning of the year 01 04 2020	42695	0.07		
	At the end of the year 31 03 2021			42695	0.07

V INDEBTEDNESS :

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

	Secured Loans excluding deposits (` crores)	Unsecured Loans (` crores)	Deposits (` crores)	Total Indebtedness (` crores)
Indebtedness at the beginning of the financial year				
(i) Principal Amount	--	11.75	--	11.75
(ii) Interest due but not paid	--	--	--	--
(iii) Interest accrued but not due	--	--	--	--
Total (i)+(ii)+(iii)	--	11.75	--	11.75
Change in Indebtedness during the financial year				
Addition	--	--	--	--
Reduction	--	3.35	--	3.35
Net Change	--	-3.35	--	-3.35
Indebtedness at the end of the financial year				
(i) Principal Amount	--	8.40	--	8.40
(ii) Interest due but not paid	--	--	--	--
(iii) Interest accrued but not due	--	--	--	--
Total (i)+(ii)+(iii)	--	8.40	--	8.40

VI REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL :

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

SI No.	Particulars of Remuneration	Name of MD / WTD/ Manager			Total Amount
		Sri N Gopalaratnam Chairman	Sri K S Kasi Viswanathan MD	Sri V Pichai Deputy MD & Secretary	
1	Gross Salary				
	(a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	7980000	6780000	6780000	21540000
	(b) Value of perquisites under section 17(2) of the Income-tax Act, 1961	22328	1272081	1275546	2569955
	(c) Profits in lieu of salary under section 17(3) of the Income-tax Act, 1961	--	--	--	--
2	Stock Option	--	--	--	--
3	Sweat Equity	--	--	--	--
4	Commission	12768000	10848000	10848000	34464000
	- as % of profit	--	--	--	--
	- others, specify	--	--	--	--
5	Others, please specify				
	(i) Provident Fund	917700	779700	779700	2477100
	(ii) Superannuation Fund	1197000	1017000	1017000	3231000
	(iii) Gratuity Premium	464468	394624	394624	1253716
	Total (A)	23349496	21091405	21094870	65535771
	Ceiling as per the Act				93824104

B Remuneration to other Directors :

Sl No.	Particulars of Remuneration	Fee for attending Board / Committee Meeting	Commission	Others (Note.A)	Others (Note.B)	Total Amount
1	Independent Directors					
	Dr S Narayan	350000	750000	250000	26535	1376535
	Sri V Sridar	675000	750000	250000	22773	1697773
	Sri A L Somayaji	350000	750000	250000	26535	1376535
	Sri Mohan Verghese Chunkath	275000	750000	250000	19305	1294305
	Dr Nanditha Krishna	150000	750000	250000	24650	1174650
2	Other Non-Executive Directors					
	Dr Shekhar Kumar Niraj, IFS	# 100000	# 750000	250000	10271	1110271
	Tmt. Sigy Thomas Vaidhyan, IAS	* 100000	* 750000	& 211749	6193	1067942
	Total (B)	2000000	5250000	1711749	136262	9098011
	Total managerial Remuneration (A+B)					74633782
	Over all ceiling as per Act					103206514

Payable to Government of Tamilnadu.

* Payable to The Tamilnadu Industrial Investment Corporation Limited.

& Paid to The Tamilnadu Industrial Investment Corporation Limited; paid on pro-data basis, since directorship of the nominee director was not held throughout the previous year.

(Note.A) Refers to the Commission amount (related to financial year 2019-20), paid in arrears during the FY 2020-21, post the approval of the revised limits of Commission by the Members of the Company at the Annual General Meeting held on 08 08 2020.

(Note.B) Refers to the Premium paid by the Company for FY 2020-21, for the Mediclaim Insurance Policy taken by the Company for the benefit of the non-executive Directors.

C Remuneration to Key Managerial Personnel other than MD / Manager/ WTD : NIL

SI No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total Amount
1	Gross Salary				
	(a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961				
	(b) Value of perquisites under section 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, please specify				
	Total (A)				
	Ceiling as per the Act				

VII PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES: NIL

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					
Punishment					
Compounding					
B DIRECTORS					
Penalty					
Punishment					
Compounding					
C OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment					
Compounding					