

**ANNEXURE FORMING PART OF DIRECTORS' REPORT FOR THE YEAR ENDED MARCH 31, 2023 OF
HALLMARK AQUAEQUIPMENT PRIVATE LIMITED [CIN: U29219WB1993PTC058662]**

FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN

As on financial year ended on March 31, 2023

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	U29219WB1993PTC058662
2.	Registration Date	27 TH APRIL, 1993
3.	Name of the Company	HALLMARK AQUAEQUIPMENT PRIVATE LIMITED
4.	Category/Sub-category of the Company	PRIVATE LIMITED COMPANY LIMITED BY SHARES
5.	Address of the Registered office & contact details	208, RASH BEHARI AVENUE, 2 ND FLOOR, KOLKATA- 700029 Contact Details: E-mail: ayan.b@haepl.com Website : http://www.haepl.com Contact Person: Mr. Ayan Banerjee Mobile: 9830831062
6.	Whether listed company	UNLISTED
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	NOT APPLICABLE

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	Sprinkler Irrigation System & parts thereof	8424	80.40%
2	HDPE pipes for non-agro & fittings thereof	3917	18.84%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES-

Sl.	Name & Address of the Company	CIN/ GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% OF SHARE HELD	APPLICABLE SECTION
		Nil			

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

i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year[As on 31-March-2022]				No. of Shares held at the end of the year[As on 31-March-2023]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF		1,862,670	1,862,670	91.36%		1,862,670	1,862,670	91.36%	Nil
b) Central Govt									
c) State Govt(s)									
d) Bodies Corp.									
e) Banks / FI									
f) Any other									
Sub-total (A)(1)		1,862,670	1,862,670	91.36%		1,862,670	1,862,670	91.36%	Nil

(2) Foreign									
a) NRIs- individuals									
b) Other individuals									
c) Bodies corporate									
d) Banks/FI									
e) Any other...									
Sub-total (A)(2)		Nil	Nil			Nil	Nil		
Total shareholding of Promoter (A) = (A)(1)+ (A)(2)		1,862,670	1,862,670	91.36%		1,862,670	1,862,670	91.36%	Nil
B. Public Shareholding									
1. Institutions									
a) Mutual Funds									
b) Banks / FI									
c) Central Govt									
d) State Govt(s)									
e) Venture Capital Funds									
f) Insurance Companies									
g) FIIs									
h) Foreign Venture Capital Funds									
i) Others (specify)									
Sub-total (B)(1):-		Nil	Nil	Nil	Nil	Nil	Nil	Nil	
2. Non-Institutions									
a) Bodies Corp.									
i) Indian									
ii) Overseas									
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh						-	-	-	
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh		176,400	176,400	8.64%		176,400	176,400	8.64%	Nil
c) Others (specify)									
Sub-total (B)(2)		176,400	176,400	8.64%		176,400	176,400	8.64%	Nil
Total Public Shareholding (B)=(B)(1)+ (B)(2)		176,400	176,400	8.64%		176,400	176,400	8.64%	Nil
C. Shares held by Custodian for GDRs & ADRs									
Grand Total (A+B+C)		2,039,070	2,039,070	100.00%		2,039,070	2,039,070	100.00%	Nil

ii) Shareholding of Promoter-

Sl 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	Mr. Pranab Kumar Ghosh	1,466,200	71.91%	Nil	1,466,200	71.91%	Nil	0%
2	Mrs. Nandinee Ghosh	389,976	19.13%	Nil	389,976	19.13%	Nil	0%
3	Mr. Sagar Ghosh	3,719	0.18%	Nil	3,719	0.18%	Nil	0%
4	P K Ghosh & Sons (HUF)	2,775	0.14%	Nil	2,775	0.14%	Nil	0%
	Total	1,862,670	91.35%	Nil	1,862,670	91.35%	Nil	0%

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

Sl No	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	1,862,670	91.36%	1,862,670	91.36%
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	Nil	Nil	Nil	Nil
	At the end of the year	1,862,670	91.36%	1,862,670	91.36%

iv Shareholding Pattern of top ten Shareholders:

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

SN	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	Mr. Sailendra Gupta				
	At the beginning of the year	176,400	8.64%	176,400	8.64%
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	Nil	Nil	Nil	Nil
	At the end of the year	176,400	8.64%	176,400	8.64%

v. Shareholding of Directors and Key Managerial Personnel:

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
1	Mr. Pranab Kumar Ghosh				
	At the beginning of the year	1,466,200	71.91%	1,466,200	71.91%
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	Nil	Nil	Nil	Nil
	At the end of the year	1,466,200	71.91%	1,466,200	71.91%

2	Mrs. Nandinee Ghosh				
	At the beginning of the year	389,976	19.13%	389,976	19.13%
	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	389,976	19.13%	389,976	19.13%

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				
i) Principal Amount	120,762,199	14,775,829		135,538,028
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)	120,762,199	14,775,829		135,538,028
Change in Indebtedness during the financial year				
* Addition				
* Reduction	17,830,859	5,371,492		23,202,351
Net Change	(17,830,859)	(5,371,492)		(23,202,351)
Indebtedness at the end of the financial year				
i) Principal Amount	102,931,340	9,404,337		112,335,677
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)	102,931,340	9,404,337		112,335,677

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 MD/WTD/ Manager				Total Amount
	Directors	Mr. Pranab Kumar Ghosh	Mrs. Nandinee Ghosh	Mr. Sagar Ghosh	---	
1	Gross salary	3,783,326	2,416,652	2,103,950		8,303,928
	(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 (A)	3,783,326	2,416,652	2,103,950		8,303,928
	Ceiling as per the Act	None	None			None

B. Remuneration to other directors

SN.	Particulars of Remuneration	Name of Directors				Total Amount
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1	Independent Directors	Nil				
	Fee for attending board committee meetings					
	Commission					
	Others, please specify					
	Total (1)					
2	Other Non-Executive Directors					
	Fee for attending board committee meetings					
	Commission					
	Others, please specify					
	Total (2)					
	Total (B)=(1+2)					
	Total Managerial Remuneration	Nil				
	Overall Ceiling as per the Act					

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

SN	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CS	CFO	Total
1	Gross salary	Nil			
	(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	NIL			

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