

ANNEXURE "A" TO THE DIRECTORS' REPORT

FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN

As on Financial Year ended on 31.03.2017

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	L74899HR1962PLC002618
2.	Registration Date	AUGUST 04, 1962
3.	Name of the Company	FRICK INDIA LIMITED
4.	Category / Sub Category of the Company	PUBLIC LIMITED COMPANY
5.	Address of the Registered office & Contact Details	21.5 KM, MAIN MATHURA ROAD, FARIDABAD - 121003 HARYANA PH : 0129-2275691-94. FAX : 0129-2275695 e-mail : fbd@frick.co.in
6.	Whether Listed Company	Listed with Metropolitan Stock Exchange of India Limited
7.	Name, Address & Contact details of the Registrar & Transfer Agent, If any	Link Intime India Pvt. Ltd., 44, Community Centre, 2nd Floor, Nariana Industrial Area, Phase-I, Near PVR, Nariana, New Delhi - 110028 Tel : 011-41410592 / 93/94 Fax : 011-41410591 e-mail : delhi@linkintime.co.in

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 of Description of Main products / services	NIC Code of the Product / Service	% in total turnover of the Company
1.	Manufacture of other general purpose machinery	2819	100%
2.			
3.			

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (NOT APPLICABLE)

SN	NAME AND ADDRESS OF THE COMPANY	CIN/CLN	HOLDING / SUBSIDIARY ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
1.	0	0	0	0	0
2.	0	0	0	0	0

	No. of Shares at the Beginning of the Year (April 1, 2016)				No. of Shares at the Beginning of the Year (March 31, 2017)				% Change during the Year
	De-mat	Physical	Total	% of Total	De-mat	Physical	Total	% of Total	
A. Promoters									
(1) Indian									
a) Individual / HUF	1100	130671	131771	21.96	6475	245297	251772	41.96	+20
b) Central Govt.	0	0	0	0	0	0	0	0	0
c) State Govt(s)	0	0	0	0	0	0	0	0	0
d) Bodies Corp.	0	11865	11865	1.98	0	11865	11865	1.98	0
e) Banks / FI	0	0	0	0	0	0	0	0	0
f) Any other (Foreign-NRI)	0	240002	240002	40.00	0	120001	120001	20.00	-20
Total Shareholding of Promotor (A)	1100	382538	383638	63.94	6475	377163	383638	63.94	0
B. Public Shareholding									
1. Institutions	0	0	0	0	0	0	0	0	0
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks / FI	0	25	25	0	0	25	25	0	0
c) Central Govt.	0	0	0	0	0	0	0	0	0
d) State Govt(s)	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance Companies	28500	0	28500	4.75	28500	0	28500	4.75	0
g) FIs	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
i) Other (specify)	0	0	0	0	0	0	0	0	0
Sub-total (B) (1)	28500	25	28525	4.75	28500	25	28525	4.75	0
2. Non-Institutions									
a) Bodies Corp.									
i) Indian	5620	200	5820	0.97	8691	200	8891	1.48	52.76
ii) Overseas	0	0	0	0	0	0	0	0	0
b) Individuals									
i) Individual Shareholders holding nominal share capital upto Rs. 1 lakh	70708	71312	142020	23.67	77177	67287	144464	24.08	1.72
ii) Individual Shareholders holding nominal share capital in excess of Rs. 1 lakh	32364	-	32364	5.39	32364	-	32364	5.39	0
c) Other (specify) (HUF)	6423	100	6523	1.09	1633	0	1633	0.27	-74.97
Non Resident Indians	321	725	1046	0.17	421	0	421	0.07	-59.75
Overseas Corporate Bodies	0	0	0	0	0	0	0	0	0
Foreign Nationals	0	0	0	0.	0	0	0	0	0
Clearing Members	0	0	0	0	0	0	0	0	0
Trusts	39	0	39	0.01	39	-	39	0.01	0
Foreign Bodies - D R	0	0	0	0	0	0	0	0	0
Sub-total (B) (2)	115475	72337	187812	31.30	120325	67487	187812	31.30	0
Total Public Shareholding	143975	72362	216337	36.06	148825	67512	216337	36.06	0
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	145075	454900	599975	100	155300	444675	599975	100	0

B. Shareholding of Promoter

SN	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% Change in share-holding 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. Jasmohan Singh **	8500	1.42	0	128501	21.42	0	+20.00
2.	Dr. J. B. Singh *	240002	40.00	0	120001	20.00	0	-20.00
3.	M S KoldHold Industries P. Ltd.	11865	1.98	0	11865	1.98	0	0
4.	Mr. Gurmohan Singh	2801	0.47	0	2801	0.47	0	0
5.	Ms. Gurleen Kaur	3300	0.55	0	3300	0.55	0	0
6.	Ms. Jasleen Kaur	9835	1.64	0	9835	1.64	0	0
7.	Smt. Lali Sarabjit Singh	3551	0.59	0	3551	0.59	0	0
8.	Smt. Pamela M Singh***	89709	14.95	0	89709	14.95	0	0
9.	Mr. Jagmit Singh	4650	0.78	0	4650	0.78	0	0
10.	Mr. Gurmit Singh	5375	0.90	0	5375	0.90	0	0
11.	Ms. Sonu Singh	4050	0.68	0	4050	0.68	0	0
TOTAL		383638	63.94	0	383638	63.94	0	0

*Out of the total shareholding of Dr. JB Singh (i.e. 240002 equity shares of Frick India Ltd) as at 31.03.2016, the Company has received a request for transfer of 120001 equity shares in favour of Mr. Jasmohan Singh jointly with Mr. Gurmohan Singh, Ms. Jasleen Kaur and Ms. Gurleen Kaur in terms of the judgments dated 06th October, 2014 and 13th May, 2016 of Superior Court, Massachusetts, USA and Appellate Courts, Massachusetts, USA, respectively and the share transfer form as executed by Dr. J B Singh and Mr. Jasmohan Singh and his siblings. The said transfer of 120001 equity shares of Frick India Ltd. from Dr. JB Singh in favour of Mr. Jasmohan Singh jointly with Mr. Gurmohan Singh, Mr. Jasleen Kaur and Mr. Gurleen Kaur has been approved by the Board of Directors of the Company in their meeting held on June 14, 2016.

** Mr. Jasmohan Singh, jointly holds 120,001 Equity Shares for himself along with Mr. Gurmohan Singh, Ms. Jasleen Kaur and Ms. Gurleen Kaur. Mr. Jasmohan Singh individually holds 8,500 Equity Shares as on March 31, 2016 as well as on March 31, 2017.

*** Mrs. Pamela Manmohan Singh jointly holds 88,684 Equity Shares with Mr. Jasmohan Singh, Mr. Gurmohan Singh, Ms. Jasleen Kaur and Ms. Gurleen Kaur; and individually holds 1,025 Equity Shares as on March 31, 2016 as well as on March 31, 2017.

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

SN.	Particulars	Cumulative Shareholding during the year 2016-17			
		No. of Shares	% of Total shares of the company	No. of Shares	% of total Shares of the Company
	At the beginning of the year	383638	63.94%	383638	63.94%
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	0	0	0	
	At the end of the year	383638	63.94%	383638	63.94%

**D. Shareholding Pattern of top ten Shareholders:
(Other than Directors, Promoters and Holders of GDRs and ADRs):**

SN.	For Each of the Top 10 Shareholders		Cumulative Shareholding during the year		
			No. of Shares	% of Total shares of the company	No. of Shares
1	(Mr. Mahendra Girdharilal)				
	At the beginning of the year	32364	5.39%	32364	5.39%
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	0	0	0	
	At the end of the year	32364	5.39%	32364	5.39%

SN.	For Each of the Top 10 Shareholders		Cumulative Shareholding during the year		
			No. of Shares	% of Total shares of the company	No. of Shares
2	(New India Assurance Company Ltd.)				
	At the beginning of the year	24000	4.00%	24000	4.00%
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	0	0	0	
	At the end of the year	24000	4.00%	24000	4.00%

SN.	For Each of the Top 10 Shareholders		Cumulative Shareholding during the year		
			No. of Shares	% of Total shares of the company	No. of Shares
3	(Mr. V. P. Punj)				
	At the beginning of the year	8175	1.36%	8175	1.36%
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	0	0	0	
	At the end of the year	8175	1.36%	8175	1.36%

SN.	For Each of the Top 10 Shareholders		Cumulative Shareholding during the year		
			No. of Shares	% of Total shares of the company	No. of Shares
4	(Mr. Lalit Bhasin)				
	At the beginning of the year	3575	0.60%	3575	0.60%
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	0	0	0	
	At the end of the year	3575	0.60%	3575	0.60%

SN.	For Each of the Top 10 Shareholders		Cumulative Shareholding during the year		
			No. of Shares	% of Total shares of the company	No. of Shares
5.	(Mr. Pauruchisti C. Katrak)				
	At the beginning of the year	3000	0.50%	3000	0.50%
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	0	0	0	
	At the end of the year	3000	0.50%	3000	0.50%

SN.	For Each of the Top 10 Shareholders		Cumulative Shareholding during the year		
			No. of Shares	% of Total shares of the company	No. of Shares
6.	(The Property Company Pvt. Ltd.)				
	At the beginning of the year	2910	0.49%	2910	0.49%
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	0	0	0	
	At the end of the year	2910	0.49%	2910	0.49%

SN.	For Each of the Top 10 Shareholders		Cumulative Shareholding during the year		
			No. of Shares	% of Total shares of the company	No. of Shares
7.	(United India Insurance Co. Ltd.)				
	At the beginning of the year	2550	0.43%	2550	0.43%
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	0	0	0	
	At the end of the year	2550	0.43%	2550	0.43%

SN.	For Each of the Top 10 Shareholders		Cumulative Shareholding during the year		
			No. of Shares	% of Total shares of the company	No. of Shares
8.	(National Insurance Co. Ltd.)				
	At the beginning of the year	1950	0.33%	1950	0.33%
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	0	0	0	
	At the end of the year	1950	0.33%	1950	0.33%

SN.	For Each of the Top 10 Shareholders		Cumulative Shareholding during the year		
			No. of Shares	% of Total shares of the company	% of total Shares of the Company
9.	(Mr. Deepak Mehta)				
	At the beginning of the year	0	0.0%	1788	0.30%
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	0	0	0	
	At the end of the year	0	0.0%	1788	0.30%

SN.	For Each of the Top 10 Shareholders		Cumulative Shareholding during the year		
			No. of Shares	% of Total shares of the company	% of total Shares of the Company
10.	(PLUTUS CAPITAL MGT. LLP)				
	At the beginning of the year	0	0%	1550	0.26%
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	0	0	0	
	At the end of the year	0	0%	1551	0.26%

E) 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. Jasmohan Singh **) Mr. Jasmohan Singh, jointly holding 120,001 Equity Shares for himself along with Mr. Gurmohan Singh, Ms. Jasleen Kaur and Ms. Gurleen Kaur. Mr. Jasmohan Singh individually holds 8,500 Equity Shares as on March 31, 2016 as well as on March 31, 2017.				
	At the beginning of the year	8500	1.42%	8500	1.42%
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	0	0.00%	120001	20.00%
	At the end of the year	0	0%	128501	21.42%

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
2.	(Ms. Jasleen Kaur, Non-Executive Director)				
	At the beginning of the year	9835	1.64%	9835	1.64%
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	0	0	0	0
	At the end of the year	9835	1.64%	9835	1.64%

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
3.	(Ms. Gurleen Kaur, Non-Executive Director)				
	At the beginning of the year	3300	0.55%	3300	0.55%
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	0	0	0	0
	At the end of the year	3300	0.55%	3300	0.55%

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
4.	(Mr. Ramesh Chandra Jain, Independent Director)				
	At the beginning of the year	0	0.00%	0	0.00%
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	0	0	0	0
	At the end of the year	0	0.00%	0	0.00%

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
5	*(Mr. Ishtpal Singh, Independent Director) * Mr. Isht Pal Singh due to his sad demise, ceased to be Independent Director of the Company effective from July 03, 2016				
	At the beginning of the year	0	0.00%	0	0.00%
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	0	0	0	0
	At the end of the year	0	0.00%	0	0.00%

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
6	#(Mr. Madhav B. Shriram, Independent Director) # Mr. Madhav Bansidhar Shriram, resigned as the Independent Director of the Company effective from March 24, 2017				
	At the beginning of the year	0	0.00%	0	0.00%
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	0	0	0	0
	At the end of the year	0	0.00%	0	0.00%

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
7.	(Mr. Jaswinder Singh Jassal, Independent Director)				
	At the beginning of the year	0	0.00%	0	0.00%
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	0	0	0	0
	At the end of the year	0	0.00%	0	0.00%

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
8.	(Mr. Mahender Kumar Dooger, Independent Director)				
	At the beginning of the year	0	0.00%	0	0.00%
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	0	0	0	0
	At the end of the year	0	0.00%	0	0.00%

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
9.	(Mr. Divaker Jagga, Independent Director)				
	At the beginning of the year	0	0.00%	0	0.00%
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	0	0	0	0
	At the end of the year	0	0.00%	0	0.00%

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
10.	(Mr. Sharad Bhatnagar), Director - Finance & Taxation and CFO)				
	At the beginning of the year	0	0.00%	0	0.00%
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	0	0	0	0
	At the end of the year	0	0.00%	0	0.00%

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
11.	(Mr. Girish Kumar Gakhar, Company Secretary)				
	At the beginning of the year	0	0.00%	0	0.00%
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	0	0	0	0
	At the end of the year	0	0.00%	0	0.00%

V) **INDEBTEDNESS** -Indebtedness of the Company including interest outstanding/accrued but not due for payment.

Rs. in Lakhs

Indebtedness at the beginning of the Financial Year 2016-17	Secured Loan Excluding Deposits	Unsecured Loan	Deposits	Total Indebtedness
i) Principal Amount	73.70	0	0	73.70
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	73.70	0	0	73.70
Change in Indebtedness during the financial year				
* Addition	8.51	0	0	8.51
* Reduction	17.43	0	0	17.43
Net Change	-8.92	0	0	-8.92
Indebtedness at the end of the financial year 2016-17				
i) Principal Amount	64.78	0	0	64.78
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	64.78	0	0	64.78

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 (In Lakhs)
	Mr. Jasmohan Singh, Managing Director		
1.	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	85.20	85.20
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	4.90	4.90
	(c) Profits in lieu of salary under section 17(3) of the Income- tax Act, 1961	0	0
2.	Stock Option	0	0
3.	Sweat Equity	0	0
4	Commission - as % of profit - others, specify...	2.00	2.00
5.	Others, please specify	0	0
	Total (A)	92.10	92.10
	Ceiling as per the Act	95.00	95.00

B. Remuneration to other Directors

SN	Particular of Remuneration	Name of the Independent Directors						Total Amount (Rs. in Lakhs)
		* Mr. Istpal Singh	Mr. Ramesh Chandra Jain	Mr. Jaswinder Singh Jassal	# Mr. Madhav B. Sriram	Mr. Mahendra Singh Dooger	Mr. Divakar Jagga	
1	Independent Directors							
	Fee for attending board committee meetings	0.67	3.55	1.78	0.89	1.78	3.33	12
	Commission	0	0	0	0	0	0	0
	Other Please Specify	0	0	0	0	0	0	0
	Total (1)	0.67	3.55	1.78	0.89	1.78	3.33	12
2	Non-Executive Directors							
	Fee for attending board committee meetings	0	0	0	0	0	0	0
	Commission	0	0	0	0	0	0	0
	Other Please Specify	0	0	0	0	0	0	0
	Total (2)	0	0	0	0	0	0	0
	Total (B)= (1 +2) Total Managerial Remuneration (Rs. in Lakhs)	0.67	3.55	1.78	0.89	1.78	3.33	12
	Overall Ceiling as per the Act	Rs. 1.00 Lakh sitting fees to a Director per meeting of the Board or Committee						

Mr. Madhav Bansidhar Shriram, resigned as the Independent Director of the Company effective from March 24, 2017.

* Mr. Ishat Pal Singh due to his sad demise, ceased to be Independent Director of the Company effective from July 03, 2016.

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

Rs. in Lakhs

SN	Particular of Remuneration	Key Managerial Personnel			TOTAL
		CEO	CS	CFO	
1	Gross salary				
	(a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	0	7.42	28.95	36.37
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	0	0	0	0
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	0	0	0	0
2.	Stock Option	0	0	0	0
3.	Sweat Equity	0	0	0	0
4.	Commission	0	0	0	0
	- as % of profit	0	0	0	0
	- others, specify...	0	0	0	0
5.	Others, please specify	0	0	0	0
	Total	0	7.42	28.95	36.37