

Form No. MGT-9
EXTRACT OF ANNUAL RETURN
as on the financial year ended on March 31, 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:

CIN	L63000MH2008PLC187146
Registration Date	29/09/2008
Name of the Company	Navkar Corporation Limited
Category / Sub-Category of the Company	Public Company limited by shares, Indian Non Government Company
Address of the Registered office and contact details	205-206, J K Chambers, Sector 17, Vashi, Navi Mumbai – 400703 E-mail: cs@navkarcfs.com Website: www.navkarcfs.com
Whether listed company	Yes a). BSE Limited b). National Stock Exchange of India Limited
Name, Address and Contact details of Registrar and Transfer Agent, if any	Link Intime India Private Limited, C-101, 247 Park, L B S Marg, Vikhroli West, Mumbai-400083. E-mail: jiny.elizabeth@linkintime.co.in or rnt.helpdesk@linkintime.co.in Contact Person: Ms. Jiny Elizabeth

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.	Container Freight Stations and Inland Container Depot	521 and 522	89.38%

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	Navkar Terminals Limited*	U74999MH2010PLC207578	Subsidiary	100% Equity Shares	2(87) (ii)

*amalgamated with its holding Company Navkar Corporation Limited vide NCLT order dt. 28.03.2018

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

i) Category-wise Share Holding

Category of shareholders	Number of shares held at the beginning of the year				Number of shares held at the end of the year				% change during the year
	Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
A. Promoter									
(1) Indian									
a. Individual/HUF	94,650,000	-	94,650,000	66.37	94,650,000	-	94,650,000	62.89	
b. Central govt./ State govt.	-	-	-	-	-	-	-	-	-
c. Bodies corporate	9248347	-	9248347	6.49	9248347	-	9,248,347	6.14	-
d. Banks/FI	-	-	-	-	-	-	-	-	-
e. Any other....	-	-	-	-	-	-	-	-	-
Sub-total (A)(1)	1,03,898,347	-	1,03,898,347	72.86	1,03,898,347	-	1,03,898,347	69.03	-
(2) Foreign									
a. NRI-Individuals	-	-	-	-	-	-	-	-	-
b. Other Individuals	-	-	-	-	-	-	-	-	-
c. Bodies corporate	-	-	-	-	-	-	-	-	-
d. Banks/FI	-	-	-	-	-	-	-	-	-
e. Any other	-	-	-	-	-	-	-	-	-
Sub-total (A)(2)	-	-	-	-	-	-	-	-	-
Total Shareholding of Promoter (A) = (A)(1)+(A)(2)	1,03,898,347	-	1,03,898,347	72.86	1,03,898,347	-	1,03,898,347	69.03	-
B. Public Shareholding									
1. Institutions									
a. Mutual Funds	21,992,400	-	21,992,400	15.42	19431183	-	19431183	12.91	(2.51)

b. Banks/FI	96,428	-	96,428	0.07	154282	-	154282	0.10	0.03
c. Central Govt.	-	-	-	-	-	-	-	-	-
d. State Govt.	-	-	-	-	-	-	-	-	-
e. Venture Capital Funds	-	-	-	-	-	-	-	-	-
f. Insurance Companies	-	-	-	-	-	-	2878369	1.91	1.91
g. FII/FPI	10,431,571	-	10,431,571	7.31	12,073,814	-	12,073,814	8.02	0.71
h. Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i. Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total(B)(1)	32,520,399	-	32,520,399	22.80	34,537,648	-	34,537,648	22.94	0.14
2. Non-institutions									
a. Bodies Corporate	-	-	-	-	-	-	-	-	-
i. Indian									
ii. Overseas									
b. Individuals									
i. Individual Shareholders holding nominal share capital upto Rs 1 lakh	3015284	2	3015286	2.11	5119032	2	5119034	3.40	1.29
ii. Individual Shareholders holding nominal share capital in excess of Rs. 1 lakh	539211	-	539211	0.38	3088605	-	3088605	3.05	1.67
iii. Others (specify)									
Trusts	-	-	-	-	20500	-	20500	0.01	0.01
Hindu Undivided Family	229,611	-	229,611	0.16	415,622	-	415,622	0.28	0.16
Non Resident Indians (Non Repat)	50,602	-	50,602	0.04	48091	-	48091	0.03	(0.01)
Non Resident Indians (Repat)	113,337	-	113,337	0.08	180,169	-	180,169	0.12	0.04
Foreign Port Folio Investor (Individual)	-	-	-	-	200	-	200	0.00	0.00
Clearing Member	232,643	-	232,643	0.16	324117	-	324117	0.22	0.06
Bodies Corporate	2,008,587	-	2,008,587	1.41	2,886,848	-	2,886,848	1.92	0.51
Sub-total	618927	2	6189277	4.34	1208318	2	120831	8.03	3.692

(B)(2)	5				4		8675		
Total Public Shareholding (B) = (B)(1)+(B)(2)	38,709,674	2	38,709,676	27.14	46,620,832	2	46,620,834	30.97	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	1,42,608,021	2	1,42,608,023	100.00	150,519,797	2	150,519,181	100.00	

ii) Shareholding of Promoters

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year			Share holding 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	Shantilal J. Mehta	45,075,000	31.61		45,075,000	29.95		(1.66)
2	Nemichand J. Mehta	28,900,000	20.27		28,900,000	19.20		(1.07)
3	Jayesh Mehta	30,000	0.02		30,000	0.02		-
4	Shailaja Mehta	18,365,000	12.88		18,365,000	12.20		(0.68)
5	Kunthukumar S Mehta	2,100,000	1.47		2,100,000	1.40		(0.07)
6	Sairabai J Mehta	120,000	0.08		120,000	0.08		-
7	Kamalbai S Mehta	30,000	0.02		30,000	0.02		-
8	Seema K Mehta	30,000	0.02		30,000	0.02		-
9	Sidhartha Corporation Private Limited	9,248,347	6.49		9,248,347	6.14		(0.35)
	Total	103,898,347	72.86		103,898,347	69.03		(3.83)

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

Sr. No.	Name and type of transaction	Shareholding at the beginning of the year -		Transactions during the year		Cumulative shareholding at the end of the year -	
		No. of shares held	% of total shares of the Company	Date of transaction	No. of shares	No. of shares held	% of total shares of the Company
No Change in shareholding							

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

Sr No.	Name & Type of Transaction	Shareholding at the beginning of the year - 2017		Transactions during the year		Cumulative Shareholding at the end of the year - 2018	
		NO.OF SHARES HELD	% OF TOTAL SHARES OF THE COMPANY	DATE OF TRANSACTION	NO. OF SHARES	NO OF SHARES HELD	% OF TOTAL SHARES OF THE COMPANY
1	RELIANCE CAPITAL TRUSTEE CO LTD-A/C RELIANCE MID & SMALL CAP FUND	6719305	4.4641			6719305	4.4641
	Transfer			18 Aug 2017	(106364)	6612941	4.3934
	Transfer			25 Aug 2017	(107555)	6505386	4.3220
	Transfer			06 Oct 2017	(158949)	6346437	4.2164
	Transfer			03 Nov 2017	437158	6783595	4.5068
	AT THE END OF THE YEAR					6783595	4.5068
2	L&T MUTUAL FUND TRUSTEE LIMITED-L&T EMERGING BUSINESSES FUND	0	0.0000			0	0.0000
	Transfer			07 Apr 2017	12739	12739	0.0085
	Transfer			14 Apr 2017	568235	580974	0.3860
	Transfer			21 Apr 2017	71671	652645	0.4336
	Transfer			28 Apr 2017	82597	735242	0.4885
	Transfer			05 May 2017	30000	765242	0.5084
	Transfer			26 May 2017	20000	785242	0.5217
	Transfer			02 Jun 2017	50555	835797	0.5553
	Transfer			09 Jun 2017	19116	854913	0.5680
	Transfer			16 Jun 2017	418000	1272913	0.8457
	Transfer			07 Jul 2017	205983	1478896	0.9825

	Transfer			28 Jul 2017	193584	1672480	1.1111
	Transfer			04 Aug 2017	143303	1815783	1.2063
	Transfer			18 Aug 2017	9734	1825517	1.2128
	Transfer			25 Aug 2017	203083	2028600	1.3477
	Transfer			03 Nov 2017	1639344	3667944	2.4369
	Transfer			24 Nov 2017	1104356	4772300	3.1706
	Transfer			01 Dec 2017	50000	4822300	3.2038
	Transfer			26 Jan 2018	50000	4872300	3.2370
	Transfer			09 Feb 2018	154558	5026858	3.3397
	Transfer			16 Feb 2018	50000	5076858	3.3729
	Transfer			23 Feb 2018	20000	5096858	3.3862
	Transfer			09 Mar 2018	741642	5838500	3.8789
	AT THE END OF THE YEAR					5838500	3.8789
3	DSP BLACKROCK SMALL CAP FUND	5954437	3.9559			5954437	3.9559
	Transfer			05 Jan 2018	(3922)	5950515	3.9533
	Transfer			12 Jan 2018	(81401)	5869114	3.8992
	Transfer			19 Jan 2018	(48529)	5820585	3.8670
	Transfer			02 Feb 2018	(91080)	5729505	3.8065
	Transfer			09 Mar 2018	(720417)	5009088	3.3279
	AT THE END OF THE YEAR					5009088	3.3279
4	ABU DHABI INVESTMENT AUTHORITY - BEHAVE	3908092	2.5964			3908092	2.5964
	Transfer			03 Nov 2017	572600	4480692	2.9768
	AT THE END OF THE YEAR					4480692	2.9768
5	GOLDMAN SACHS INDIA LIMITED	4090787	2.7178			4090787	2.7178
	Transfer			07 Apr 2017	4971	4095758	2.7211
	AT THE END OF THE YEAR					4095758	2.7211
6	ADITYA BIRLA SUN LIFE INSURANCE COMPANY LIMITED	0	0.0000			0	0.0000
	Transfer			03 Nov 2017	1639344	1639344	1.0891
	Transfer			05 Jan 2018	825000	2464344	1.6372
	Transfer			19 Jan 2018	(4800)	2459544	1.6340
	Transfer			23 Feb 2018	3025	2462569	1.6360
	Transfer			23 Mar 2018	(23140)	2439429	1.6207
	AT THE END OF THE YEAR					2439429	1.6207
7	IDFC INFRASTRUCTURE FUND	3000	0.0020			3000	0.0020
	Transfer			21 Apr 2017	35344	38344	0.0255
	Transfer			28 Apr 2017	108627	146971	0.0976
	Transfer			05 May 2017	21350	168321	0.1118
	Transfer			12 May 2017	300	168621	0.1120
	Transfer			19 May 2017	56379	225000	0.1495
	Transfer			26 May 2017	35000	260000	0.1727
	Transfer			07 Jul 2017	55000	315000	0.2093
	Transfer			14 Jul 2017	1039	316039	0.2100

	Transfer			21 Jul 2017	17515	333554	0.2216
	Transfer			04 Aug 2017	15348	348902	0.2318
	Transfer			11 Aug 2017	56098	405000	0.2691
	Transfer			18 Aug 2017	32543	437543	0.2907
	Transfer			06 Oct 2017	102457	540000	0.3588
	Transfer			03 Nov 2017	273224	813224	0.5403
	Transfer			17 Nov 2017	86776	900000	0.5979
	Transfer			01 Dec 2017	80000	980000	0.6511
	Transfer			08 Dec 2017	60000	1040000	0.6909
	Transfer			15 Dec 2017	148093	1188093	0.7893
	Transfer			29 Dec 2017	362668	1550761	1.0303
	Transfer			05 Jan 2018	52332	1603093	1.0650
	Transfer			09 Feb 2018	35000	1638093	1.0883
	Transfer			23 Mar 2018	161907	1800000	1.1959
	AT THE END OF THE YEAR					1800000	1.1959
8	ASHISH AGARWAL	0	0.0000			0	0.0000
	Transfer			12 Jan 2018	1000000	1000000	0.6644
	AT THE END OF THE YEAR					1000000	0.6644
9	SUSHMITA ASHISH KACHOLIA .	0	0.0000			0	0.0000
	Transfer			31 Mar 2018	1000000	1000000	0.6644
	AT THE END OF THE YEAR					1000000	0.6644
10	ASHBURTON INVESTMENTS SICAV - INDIA EQUITY OPPORTUNITIES FUND	0	0.0000			0	0.0000
	Transfer			09 Mar 2018	949373	949373	0.6307
	AT THE END OF THE YEAR					949373	0.6307

v) Shareholding of Directors and Key Managerial Personnel:

Sr. No.	For Each of the Directors and KMP	Shareholding at the beginning of the year as on 01.04.2017		Cumulative Shareholding during the year		Shareholding at the end of the year as on 31.03.2018	
		No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of the Company
1.	Shantilal J. Mehta – Chairman & Managing Director	45,075,000	31.61	-	-	45,075,000	29.95
3.	Nemichand J. Mehta, Whole Time Director	28,900,000	20.27	-	-	28,900,000	19.20

V. INDEBTEDNESS

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

Amount in Rs

Amount in Rs

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	4369748692	684738502	-	5054487194
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	25888845	-	-	25888845
Total (i+ii+iii)	4395637537	684738502	-	5080376039
Change in Indebtedness during the financial year				
· Addition	-			
· Reduction	(1102235547)	(28178171)	-	(1130413718)
Net Change	(1102235547)	(28178171)	-	(1130413718)
Indebtedness at the end of the financial year				
i) Principal Amount	3290118249	656560331	-	3946678580
ii) Interest due but not paid				
iii) Interest accrued but not due	3283741	-		3283741
Total (i+ii+iii)	3293401990	656560331	-	3949962321

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

* Remuneration of Capt Dinesh Gautama includes remuneration drawn by him in the capacity of Whole

Sl. no.	Particulars of	Name of MD/WTD/ Manager			Amount in Rs
		Shantilal J. Mehta	Nemichand J. Mehta	Dinesh Gautama	
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) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	80,00,000	80,00,000	78,00,000	2,38,00,000
2.	Stock Option	NIL	NIL	NIL	NIL
3.	Sweat Equity	NIL	NIL	NIL	NIL
4.	Commission - as % of profit - others, specify...	NIL	NIL	NIL	NIL
5.	Others, please specify	NIL	NIL	NIL	NIL
	Total (A)	80,00,000	80,00,000	78,00,000	2,38,00,000
	Ceiling as per the Act	In terms of the provisions of the Companies Act, 2013, the remuneration payable to Managing Director and Whole-time Director in aggregate shall not exceed 10% of the net profit of the Company. The remuneration paid to MD and WTD is well within the said limit.			

Remuneration of Capt. Dinesh Gautama includes remuneration drawn by him in the capacity of Whole Time Director till 07th December, 2017.

B. Remuneration to other Directors:

Sl. no.	Particulars of Remuneration	Name of Directors				Total Amount
		Lalit Menghnani	Sudha Gupta ¹	Pooja H Goyal ²	Ashok Kumar Thakur	
	1. Independent Directors					
	• Fee for attending board/ committee meetings	82,000	53,000	51,000	2,05,000	3,91,000
	• Commission	-	-	-	-	-
	• Others, please specify	-	-	-	-	-
	Total (1)	82,000	53,000	51,000	2,05,000	3,91,000
	2. Other Non-Executive Directors	NIL				
	• Fee for attending board committee meetings	NIL				
	• Commission	NIL				
	• Others, please specify	NIL				
	Total (2)	NIL				
	Total (B)=(1+2)	82,000	53,000	51,000	2,05,000	3,91,000
	Total Managerial Remuneration	82,000	53,000	51,000	2,05,000	3,91,000
	Overall Ceiling as per the Act	In terms of the provisions of the Companies Act, 2013, the remuneration payable to Directors other than Executive Directors shall not exceed 1% of the net profit of the Company. The remuneration paid to the Directors is well within the said limit.				

¹Sudha Gupta ceased to be Director of the Company w.e.f. 06.10.2017

²Pooja H Goyal was appointed as an Additional Director of the Company w.e.f. 14.12.2017

C. Remuneration To Key Managerial Personnel Other Than Manager / WTD:

Sl. no	Particulars of	Key Managerial Personnel			Total
		CEO	CFO	Company Secretary	

		Dinesh Gautama ¹	Anish Maheshwari	Deepa Gehani ²	Hitesh Kumar Jain ³	
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) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	78,00,000	42,00,000	2,39,000	29,69,000	1,52,08,000
2.	Stock Option	NIL	NIL	NIL	NIL	NIL
3.	Sweat Equity	NIL	NIL	NIL	NIL	NIL
4.	Commission - as % of profit - Others, specify	NIL	NIL	NIL	NIL	NIL
5.	Others, please specify	NIL	NIL	NIL	NIL	NIL
	Total	78,00,000	42,00,000	2,39,000	29,69,000	1,52,08,000

1 Remuneration of Capt Dinesh Gautama includes remuneration drawn by him in the capacity of Whole Time Director till 07^h December, 2017, thereafter, as a Chief Executive Officer (CEO).

2 Ms. Deepa Gehani was appointed as a Company Secretary of the Company w.e.f. 05.01.2018.

3 Mr. Hitesh Kumar Jain ceased to be Company Secretary of the Company w.e.f. 15.12.2017.

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

During the year no penalties were levied against the Company, its directors or any of its officers under the Companies Act, 2013 nor was there any punishment or compounding of offences against the Company, its directors or any of its officers.