

**DIRECTORS REPORT (CONTINUED)
ANNEXURE III TO DIRECTORS REPORT**

FORM NO.MGT - 9

EXTRACT OF ANNUAL RETURN

as on the financial year ended 31-03-2023

[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 :	U01131KA1957PLC001935
ii) Registration Date	16th February 1957
iii) Name of the Company	Sangameshwar Coffee Estates Limited
iv) Category/Sub-Category of the Company	Public Company / Limited by Shares
v) Address of the Registered Office and contact details	Karadykan Estate, Sangameshwarpet
	Pin 577 136, Chikmagalur Dist.
	Ph: 080-41133729
vi) whether listed Company	Not Listed
vii) Name, Address and Contact details of Registrar and Transfer Agent, if any	INTEGRATED REGISTRY MANAGEMENT SERVICES PRIVATE LIMITED Address: No 30 Ramana Residency, 4th Cross Sampige Road Malleswaram, Bengaluru - 560 003 Contact Details: Mr. Giridhar-080-23460815 and Email ID giri@integratedindia.in

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of the Company

Sl. No.	Name and Description of main products/Services	NIC Code of the Products/ Services	% to total turnover of the company
1	COFFEE	01272	93.00%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

Sl. No	Name and Address of The Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of Shares	Applicable Section
1	LINGAPUR ESTATES LIMITED, POST BOX NO-14, BELUR ROAD, HASSAN-573201	U01131KA1938PLC000223	Associate	23.34%	188

IV SHAREHOLDING PATTERN

(Equity Share Capital Breakup as percentage of Total Equity)

Promoters & promoter Group

i) Category-wise Share Holding									
Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				
Particulars	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	% Change during year
A. Promoters									
(1) Indian									
a) Individual/HUF	492732	0	4,92,732	39.04%	492732	0	4,92,732	39.04%	0.00%
b) Central/State Government (s)	0	0	0	0	0	0	0	0	0
c) Bodies Corporate	0	0	0	0	0	0	0	0	0
d) Banks/FI	0	0	0	0	0	0	0	0	0
Institutions									
e) Any Other... *	21918	0	21,918	1.74%	21918	0	21,918	1.74%	0.00%
f) Sangameshwar Coffee Estates Pvt Limited-Exit Offer Operated by Integrated Registry Management Services Ltd	4625	0	4,625	0.37%	4625	0	4,625	0.37%	0.00%
Sub-total (A) (1):-	519275	0	519275	41.14%	519275	0	519275	41.14%	0.00%
(2) Foreign									
a) NRIs - Individuals	0	0	0	0	0	0	0	0	0
b) Other - Individuals	0	0	0	0	0	0	0	0	0
c) Bodies Corporate	0	0	0	0	0	0	0	0	0
d) Banks / FI	0	0	0	0	0	0	0	0	0
e) Any Other....	0	0	0	0	0	0	0	0	0
Sub-total (A) (2)	0	0	0	0	0	0	0	0	0
Total shareholding of Promoter & Promoter Group									
(A) = (A)(1)+(A)(2)	5,19,275	0	5,19,275	41.14%	5,19,275	0	5,19,275	41.14%	0.00%

B. Public Shareholding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	% Change during year
1) Institutions									
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks / FI	0	0	0	0	0	0	0	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	0	0	0	0	0	0	0	0	0
g) FIIs	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
i) Others (specify)	0	0	0	0	0	0	0	0	0
Sub-total (B)(1):-	0	0	0	0	0	0	0	0	0
2. Non-Institutions									
a) Bodies Corporate									
i) Indian #	105168	6037	111205	8.81%	105168	5797	110965	8.79%	-0.02%
ii) Overseas	0	0	0	0	0	0	0	0	0
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs.1 lakh	42932	202088	245020	19.41%	43896	195326	239222	18.95%	-0.46%
ii) Individual shareholders holding nominal share capital in excess of Rs.1 lakh	292424	49652	342076	27.10%	295654	49652	345306	27.36%	0.26%
c) Others (specify)									
Director's & their Relatives	0	0	0	0.00%	0	0	0	0.00%	0.00%
Non Resident Indians	0	0	0	0.00%	0	2808	2808	0.22%	0.22%
IEPF A/c	44608	0	44608	3.53%	44608	0	44608	3.53%	0.00%
Sub-total (B)(2)	485132	257777	742909	58.86%	489326	253583	742909	58.86%	0.00%
Total Public Shareholding (B)=(B)(1)+ (B)(2)	485132	257777	742909	58.86%	489326	253583	742909	58.86%	0.00%
C. Shares held by Custodian for GRDs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	1004407	257777	1262184	100%	1008601	253583	1262184	100%	0%

Non Institution: Body corporate includes 105168 shares of Lingapur Estates Limited

(ii) Shareholding of Promoters

Sl. No.	Shareholders Name	Shareholding at the beginning of the year			Shareholding at the end of 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	% change shareholding during the year
1	V.Sri Ram*	208713	16.53	0	208713	16.53	0	-
2	S.Appadurai	220897	17.50	0	220897	17.5	0	-
3	Hamsini Appadurai	63122	5.00	0	63122	5	0	-
4	S.Appadurai, Trustee, Sangameshwar Coffee Estates Charitable Trust	21918	1.74	0	21918	1.74	0	-
5	Sangameshar Coffee Estates Limited-Exit Offer	4625	0.37	0	4625	0.37	0	-
	Total	519275	41.14		519275	41.14		-

(iii) Change in Promoters Shareholding

Sl. No.	At the beginning of the year	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	S.Appadurai				
	At the beginning of the year	220897	17.50%	220897	17.50%
	Purchase(s) during the Year	0	0.00%	0	0.00%
	Sale(s) during Year	0	0.00%	0	0.00%
	At the end of the year	220897	17.50%	220897	17.50%
2	Hamsini Appadurai				
	At the beginning of the year	63122	5.00%	63122	5.00%
	Purchase(s) during the Year	0	0.00%	0	0.00%
	Sale(s) during Year	0	0.00%	0	0.00%
	At the end of the year	63122	5.00%	63122	5.00%
3	V. Sriram: Legal Heir respresented by S. Appadurai				
	At the beginning of the year	208713	16.54%	208713	16.54%
	Purchase(s) during the Year	0	0.00%	0	0.00%
	Sale(s) during Year	0	0.00%	0	0.00%
	At the end of the year	208713	16.54%	208713	16.54%

Note:* The shares of Sri V. Sriram are not transmitted to their legal Heirs, the transmission are in process.

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

Sl.No.	Name of the Shareholder	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		For Each of the Top 21 Shareholders			
		No.of Shares	% of total shares of the company	No.of Shares	% of total shares of the company
1	C. Govindan	84697	6.71	44849	3.55
2	V. Murali	37651	2.98	37651	2.98
3	Pinakin C Shah	28147	2.23	28147	2.23
4	P.P.Zibi Jose	25193	2.00	25283	2.00
5	Mahendra Girdharilal	23910	1.89	23910	1.89
6	Bhavani Murali	17813	1.41	33686	2.67
7	M. Rajangam	10100	0.80	10100	0.80
8	Vasantha Govindan	11600	0.92	53948	4.27
9	Veerendra Vishwanath	5904	0.47	5904	0.47
10	M. Lalitha	5900	0.47	5900	0.47
11	G.Kavitha	5163	0.41	5163	0.41
12	D.G.Jayaram	5184	0.41	5184	0.41
13	Lakshmi Sarath	6500	0.51	6500	0.51
14	Ms Shriya A -Father & Mother (Guardians)	10000	0.79	10000	0.79
15	N Kanthimathi Nataraj	5588	0.44	5588	0.44
16	N Lakshman	5000	0.4	5000	0.4
17	Prabha Sundar	5000	0.4	5000	0.4
18	S Bhavani Krishnamoorthy	17657	1.4	17657	1.4
19	Uma Sundar	35099	2.78	19866	1.57
20	V Nataraj	31995	2.53	31995	2.53
21	Vaidyanathan Sundar	18214	1.44	18214	1.44
	Total	396315	31.39	399545	31.64

(v) Shareholding of Directors and Key Managerial Personnel:

Sl. No	For Each Directors and KMP	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	S.Appadurai	220897	17.47%	220897	17.50%
2	V.Sri Ram*	208713	16.53%	208713	16.53%
3	Hamsini Appadurai	63122	5.00%	63122	5.00%
4	A.S.Shankare Gowda	0	0.00%	0	0.00%
	Total	492732	39.00%	492732	39.03%

* The shares of Sri V. Sriram are not transmitted to their legal Heirs, the transmission are in process.

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 *	15,08,57,352	6,53,00,000	-	21,61,57,352
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	22,23,939	-	-	22,23,939
Total (i+ii+iii)	15,30,81,291	6,53,00,000	-	21,83,81,291
Change in Indebtedness during the financial year				
• Addition	7,56,49,413	-	-	7,56,49,413
• Reduction	20,00,000	6,53,00,000	-	6,73,00,000
Net Change *	7,36,49,413	6,53,00,000	-	83,49,413
Indebtedness at the end of the financial year				
i) Principal Amount *	22,45,06,765	-	-	2,45,06,765
ii) Interest due but not paid but not due				
iii) Interest accrued but not due				-
Total (i+ii+iii)	22,45,06,765	-	-	22,45,06,765

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl. No.	Particulars of Remuneration	Name of MD/WTD/Manager		Total Amount in Rs
		S.Appadurai	Hamsini Appadurai	
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	33,00,000	14,52,000	47,52,000
	(b) Value of perquisites u/s 17(2) of Income-tax Act, 1961	1,30,679	1,18,299	2,48,978
	(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,			-
5	Others, please specify -Provident Fund & Super Annuation fund	4,75,200	2,04,600	6,79,800
6	Other Reimbursement & Perquisites			-
7	Total Managerial Remuneration	39,05,879	17,74,899	56,80,778
	Overall Ceiling as per the Act, as per schedule 5 of Sec.198			84,00,000

B. Remuneration to Directors (Other Non Executive Directors)

Sl. No	Particulars of Remuneration	Name of Directors		Total Amount in Rs
		A.S.Shankare Gowda	V.Sri Ram	Total
1	Fee for attending board / committee meetings	10,000	7,500	17,500
2	Commission			0
3	Others, please specify	--	--	--
	Total	10,000	7,500	17,500

C. Remuneration To Key Managerial Personnel Other Than Md/Manager/Wtd

Sl. No	Particulars of Remuneration	Key Managerial Personal			
		CEO	Company Secretary	CFO	Total
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 17(3) Income-tax Act, 1961				
2	Stock Option				
3	Sweat Equity				
4	Commission				
5.	Others, please SPECIFY				
	Total				
	Ceiling as per the Act				

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act				
	A. COMPANY				
Penalty		Nil	Nil	Nil	Nil
Punishment		Nil	Nil	Nil	Nil
Compounding		Nil	Nil	Nil	Nil
	B. DIRECTORS				
Penalty		Nil	Nil	Nil	Nil
Punishment		Nil	Nil	Nil	Nil
Compounding		Nil	Nil	Nil	Nil
	C. OTHER OFFICERS IN DEFAULT				
Penalty		Nil	Nil	Nil	Nil
Punishment		Nil	Nil	Nil	Nil
Compounding		Nil	Nil	Nil	Nil