

ANNEXURE - A TO THE DIRECTORS' REPORT

FORM NO. MGT-9

EXTRACT OF ANNUAL RETURN

AS ON THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2019

[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	U32204TG2015PTC101161
ii)	Registration Date	13 th October, 2015
iii)	Name of the Company	Astra Rafael Comsys Private Limited
iv)	Category / Sub-Category of the Company	Private Company
v)	Address of the Registered office and contact details	2nd Floor, Astra Towers, Survey No: 12(part), Opposite CII Green Building, Hitech City, Kondapur Hyderabad - 500038, Telangana, India. www.astrafaelcomsys.com Email id: info@astrafaelcomsys.com Tel: +91-40-23115262, 91-40-4661-8000
vi)	Whether listed company (Yes / No)	No
vii)	Name, Address and Contact details of Registrar and 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

Sl. No.	Name and Description of main Products/Services	* NIC Code of the Products/Services	% to total turnover of the Company
1.	To carry on the business research, development, production, manufacture, assembly, fitting up, repairing, converting, overhauling, maintaining, rendering services and dealing in all kinds of Defence Electronic System including but not limited to Tactical Radio Communication systems, Electronic Warfare Systems and Signal Intelligence Systems.	26309	100%
2.	To carry on the business relating to research, development, production, manufacture, assembly, fitting up, repairing, converting, overhauling, maintaining, rendering services and dealing in all Instruments and systems for communication, navigation, direction finders, beacons, radar, laser and maser systems.		

*As per NIC Code 2008.



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
---	---N.A---	---	---	---	---

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

i. Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year on 01.04.2018				No. of Shares held at the end of the year on 31-03-2019				% Change during the year
	Dem at	Physical	Total	% of Total Shares	Dem at	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	---	9000	9000	90.00	---	325,000	325,000	1.00	-89.00
b) Central Govt.	---	---	---	---	---	---	---	---	---
c) State Govt(s)	---	---	---	---	---	---	---	---	---
d) Bodies Corp.	---	1000	1000	10.00	---	16250000	16250000	50.00	40.00
e) Banks / FI	---	---	---	---	---	---	---	---	---
f) Any other	---	---	---	---	---	---	---	---	---
Sub - Total (A) (1):-	---	10000	10000	100.00	---	16575000	16575000	51.00	-49.00
(2) Foreign									
a) NRIs-Individuals	---	---	---	---	---	---	---	---	---
b) Other-Individuals	---	---	---	---	---	---	---	---	---
c) Bodies Corp.	---	---	---	---	---	15925000	15925000	49.00	49.00
d) Banks / FI	---	---	---	---	---	---	---	---	---
e) Any Other....	---	---	---	---	---	---	---	---	---
Sub-total (A) (2):-	---	---	---	---	---	15925000	15925000	49.00	49.00
Total shareholding of Promoter (A)=A1 + A2	---	10000	10000	100.00	---	32500000	32500000	100.00	0.00
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 CF									
i) Others (specify)									
Sub-total (B)(1):-									
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									
c) Others (specify)									
Sub-total (B)(2):-									
Total Public shareholding (B)=B1 +B2									
C. Shares held by Custodian for GDRs & ADRs									
Grand Total (A+B+C)		10000	10000	100.00		32500000	32500000	100.00	0.00

ii. Shareholding of Promoters

S. No	Shareholder's Name	Shareholding at the beginning of the year on 01.04.2018			Shareholding at the end of the year on 31.03.2019			% 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. B. Malla Reddy	9000	90.00	0.00	325000	1.00	0.00	-89.00
2	Astra Microwave Products Ltd	1000	10.00	0.00	16250000	50.00	0.00	40.00
3	Rafael Advanced Systems Limited	0.00	0.00	0.00	15925000	49.00	0.00	49.00
	Total	10000	100.00	0.00	32500000	100.00	0.00	0.00



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

S.No		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. Bhumireddy Malla Reddy				
	At the beginning of the year	9000	90.00	---	---
	Allotment of Equity Shares on 21 st June, 2018 lead to Increase in No's of Shares.	---	---	324,000	1.00
2	At the end of the year	---	---	325,000	1.00
	Astra Microwave Products Limited				
1	At the beginning of the year	1000	10.00	---	---
	Allotment of Equity Shares on 21 st June, 2018 lead to Increase in No's of Shares.	---	---	16,249,000	50.00
2	At the end of the year	---	---	16,250,000	50.00
	Rafael Advanced Defense Systems Ltd				
1	At the beginning of the year	---	---	15,925,000	49.00
	Allotment of Equity Shares on 21 st June, 2018 lead to Increase in No's of Shares.	---	---		
2	At the end of the year	---	---	15,925,000	49.00

Note: Specifying the reasons for increase/ decrease (e.g. allotment / transfer / bonus/ sweat equity etc):

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

S.No	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	At the beginning of the year	---	---	---	---
2	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	---	---	---	---
3	At the end of the year or on the date of separation, if separated during the year)	---	---	---	---



v. Shareholding of Directors and Key Managerial Personnel:

S. No		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
	For Each of the Directors				
	Mr. B. Malla Reddy				
1	At the beginning of the year	9000	90.00		
	Allotment of Equity Shares on 21 st June, 2018 lead to Increase in No's of Shares.			324,000	1.00
2	At the end of the year			325,000	1.00
	Mr. S. Gurunatha Reddy				
1	At the beginning of the year				
2	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):				
3	At the end of the year				
	Mr. M. Venkateshwar Reddy				
1	At the beginning of the year				
2	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):				
3	At the end of the year				
	Mr. Avisar Rath				
1	At the beginning of the year				
2	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):				
3	At the end of the year				
	Mr. Yoav Wermuth				
1	At the beginning of the year				
2	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):				
3	At the end of the year				



V. INDEBTEDNESS

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

(Amount in INR)

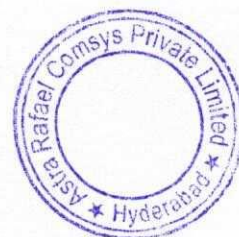
Particulars	Secured Loans excluding deposits	Unsecured Loans (Overdraft facility)	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	NIL	NIL	NIL	NIL
ii) Interest due but not paid	NIL	NIL	NIL	NIL
iii) Interest accrued but not due	NIL	NIL	NIL	NIL
Total (i+ii+iii)	NIL	NIL	NIL	NIL
Change in Indebtedness during the financial year				
* Addition	NIL	15,63,627	NIL	NIL
* Additions -Net decrease in WC borrowings	NIL	NIL	NIL	NIL
* Reduction	NIL	15,63,627	NIL	NIL
Net Change	NIL	NIL	NIL	NIL
Indebtedness at the end of the financial year				
i) Principal Amount	NIL	NIL	NIL	NIL
ii) Interest due but not paid	NIL	NIL	NIL	NIL
iii) Interest accrued but not due	NIL	NIL	NIL	NIL
Total (i+ii+iii)	NIL	NIL	NIL	NIL

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

(Amount in INR)

S. No	Particulars of Remuneration	Name of MD/WTD/ Manager		Total
1	Gross salary	Nil	Nil	Nil
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	Nil	Nil	Nil
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	Nil	Nil	Nil
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	Nil	Nil	Nil
2	Stock Option	Nil	Nil	Nil
3	Sweat Equity	Nil	Nil	Nil
4	Commission - as % of profit - others, specify...	Nil	Nil	Nil
5	Others, please specify	Nil	Nil	Nil
	Total (A)	Nil	Nil	Nil
	Ceiling as per the Act	NA	NA	NA



B. Remuneration to other Directors:

S.No	Particulars of Remuneration	Name of Directors					Total Amount
1	1.Independent Directors	-----NA-----					
	Fee for attending board /committee meetings	-----NA-----					
	Commission	-----NA-----					
	Others, please specify	-----NA-----					
	Total (1)	-----NA-----					
2	2.Other Non-Executive Directors	B. M. Reddy	S. G Reddy	M. V. Reddy	Avisar Rath	Yoav Wermuth	
	Fee for attending board committee meetings	Nil	Nil	Nil	Nil	Nil	Nil
	Commission	Nil	Nil	Nil	Nil	Nil	Nil
	Others, please specify	Nil	Nil	Nil	Nil	Nil	Nil
3	Total (2)	Nil	Nil	Nil	Nil	Nil	Nil
4	Total (B)=(1+2)	Nil	Nil	Nil	Nil	Nil	Nil
5	Total Managerial Remuneration	Nil	Nil	Nil	Nil	Nil	Nil
6	Overall Ceiling as per the Act	Nil	Nil	Nil	Nil	Nil	Nil

C. Remuneration to key managerial personnel other than MD/Manager/WTD.

S. No	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CFO	CS	Total
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	0	0	602,400	602,400
	(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				
	- as % of profit	0	0	0	0
	others, specify...	0	0	0	0
5	Others, please specify	0	0	0	0
	Total	0	0	602,400	602,400



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



Place: Hyderabad
Date: 30th April, 2019

B. Roopendra Prasad
B. Roopendra Prasad
Company Secretary

B. Malla Reddy
B. Malla Reddy
Director
DIN: 00003154

S. Gurunatha Reddy
S. Gurunatha Reddy
Director
DIN: 00003828

By order of the Board
For Astra Rafael Comsys Private Limited