

- (v) The Internal financial controls have been laid by the Company and such financial controls are adequate and were operating effectively;
- (vi) Proper systems had been devised in compliance with the provision of the all applicable laws and such systems were adequate and operating effectively.

ACKNOWLEDGEMENT

Your Directors wish to express their grateful appreciation for the valuable support and co-operation received from sub-brokers, business associates, vendors, bankers, financial institutions, investors, stakeholders, registrar and share transfer agent, other business affiliates and media.

The Board places on record its sincere appreciation towards the Company's valued customers for the support and confidence reposed by them in the organization and the stakeholders for their continued co-operation and support to the company and looks forward to

the continuance of this supportive relationship in future.

Your Directors also place on record their deep sense of appreciation for the devoted services of the employees during the year under review.

For and on Behalf of the Board,

sd/-

(Subhash Chand Aggarwal)

Chairman & Managing Director

DIN: 00003267

Place: New Delhi

Date: August 7, 2019.

ANNEXURE-I

Form No. MGT-9

EXTRACT OF ANNUAL RETURN

[Pursuant to section 92(3) of the Companies Act, 2013 and Rule 12 (1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION & OTHER DETAILS:

1.	CIN	L74899DL1994PLC063609
2.	Registration Date	19.12.1994
3.	Name of the Company	SMC Global Securities Limited
4.	Category of the Company/ Sub-Category of the Company	Company Limited by Shares/ Non-Government Company
5.	Address of the registered office	11/6-B, Shanti Chamber, Pusa Road, New Delhi-110005
6.	Contact details	011-30111000, 011-40753333
7.	Whether listed company	Yes
8.	Name, Address and Contact details of Registrar and Transfer Agent, if any	Link Intime India Private Limited, Noble Heights, 1st Floor, Plot NH 2, C-1 Block LSC, Near Savitri Market, Janakpuri, New Delhi-110058 Ph No. 011-41410592, 011-41410593, 011-41410594

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	Securities Brokerage Services	66120	34.82
2	Proprietary Trading	-	29.61
3	Distribution of final product	66190	15.02
4	Interest Income	-	18.55

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

S. No.	Name of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of Shares Held	Applicable Section
1	SMC Comtrade Limited	U67120DL1997 PLC188881	Subsidiary	100	2(87)
2	SMC Capitals Limited	U74899DL1994 PLC063201	Subsidiary	100	2(87)
3	Moneywise Financial Services Private Limited	U51909DL1996 PTC353582	Subsidiary	100	2(87)
4	SMC Investments and Advisors Limited	U19201DL1997 PLC089315	Subsidiary	100	2(87)
5	Moneywise Finvest Limited	U67100UP2009 FLC088874	Subsidiary	100	2(87)
6	SMC Insurance Brokers Private Limited	U66000DL1995 PTC172311	Subsidiary	97.58	2(87)
7	SMC Real Estate Advisors Private Limited	U74120UP2013 PTC054923	Subsidiary	100	2(87)
8	SMC Comex International DMCC	(Dubai Based Company)	Subsidiary	100	2(87)
9	SMC Global USA Inc Company	USA Based	Subsidiary	50	2(87)
10	SMC Global IFSC Private Limited	U65990GJ2016 PTC094622	Subsidiary	100	2(87)
11	SMC & IM Capitals Investment Manager LLP	AAG-8181	Joint Venture	50*	-

*Contribution held by SMC Investments and Advisors Limited (subsidiary company).

Further SMC Finvest Limited and Indunia Realtech Limited amalgamated with company pursuant to order of NCLT vide order dated July 11, 2019 the certified copy of which has since been filed with the Registrar of Companies, Delhi. With that the Scheme has become effective on July 20, 2019 from the Appointed Date, viz., April 1, 2018.

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

A) 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				% change during the year
	Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
A. Promoters									
Indian									
Individual/ HUF	40718670	-	40718670	35.99	40718670	0	40718670	35.99	-
Central Govt.	-	-	-	-	-	-	-	-	-
State Govt.	-	-	-	-	-	-	-	-	-
Bodies Corp.	25604670	-	25604670	22.63	28386015	0	28386015	25.09	2.46
Banks / FI	-	-	-	-	-	-	-	-	-
Any Other	-	-	-	-	-	-	-	-	-
Sub-total A (1)	66323340		66323340	58.62	69104685	0	69104685	61.08	2.46
Foreign									
NRI/Individuals	-	-	-	-	-	-	-	-	-
Other Individuals	-	-	-	-	-	-	-	-	-
Bodies Corp.	-	-	-	-	-	-	-	-	-
Banks / FI	-	-	-	-	-	-	-	-	-
Any Other	-	-	-	-	-	-	-	-	-
Sub-total A (2)									
Total A=A(1)+A(2)	66323340		66323340	58.62	69104685	0	69104685	61.08	2.46
B. Public Shareholding									
Institutions									
Mutual Funds	-	-	-	-	-	-	-	-	-
Banks / FI	-	-	-	-	-	-	-	-	-
Central Govt.	-	-	-	-	-	-	-	-	-
State Govt.	-	-	-	-	-	-	-	-	-
Venture Capital Funds	-	-	-	-	-	-	-	-	-
Insurance Companies	-	-	-	-	-	-	-	-	-
FIs	-	-	-	-	-	-	-	-	-
Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
Others (specify)	-	-	-	-	-	-	-	-	-
Sub-Total B (1)									

Category of shareholders	No. of shares held at the beginning of the year				No. 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	
Non Institutions									
Bodies Corporate									
i) Indian	16290635	36000	16326635	14.43	16241248	36000	16277248	14.39	-0.04
ii) Foreign Companies	12236065	11610560	23846625	21.08	9454720	11610560	21065280	18.62	-2.46
Individual share holders holding nominal share capital upto Rs. 1 lakh	1946280	877660	2823940	2.50	2046917	833660	2880577	2.55	0.05
Individual share holders holding nominal share capital in excess of Rs. 1 lakh	2343940	140000	2483940	2.20	2343940	140000	2483940	2.20	
Others (specify):									
I. Non Resident Indians									
(Non repat)									
(Repat)	350000	0	350000	0.31	350000	0	350000	0.31	-
ii. Clearing Members									
iii. HUF	979970	0	979970	0.87	972720	0	972720	0.86	-0.01
Sub-total B (2)	34146890	12664220	46811110	41.38	31409545	12620220	44029765	38.92	-2.46
Total B=B(1)+B(2)	34146890	12664220	46811110	41.38	31409545	12620220	44029765	38.92	-2.46
C. Shares held by Custodian for GDRs & ADRs									
Total (A)+(B)+(C)	100470230	12664220	113134450	100	100514230	12620220	113134450	100	

B) SHAREHOLDING OF PROMOTERS (INCLUDING PROMOTERS' GROUP):

S. No.	Shareholders' Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding
		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	% Shares pledged/ encumbered to total shares	
1	Mahesh Chand Gupta	10248500	9.06	-	10248500	9.06	2.57	-
2	Subhash Chand Aggarwal	10095500	8.92	-	10095500	8.92	2.57	-
3	Hemlata Aggarwal	7720550	6.82	-	6920550	6.12	-	-0.71
4	Sushma Gupta	7566550	6.69	-	7566550	6.69	-	-
5	Ginni Devi	2200000	1.94	-	2200000	1.94	-	-
6	Madan Gopal Agarwal	984000	0.87	-	984000	0.87	-	-
7	Ajay Garg	841600	0.74	-	841600	0.74	-	-
8	Damodar Krishan Aggarwal	781970	0.69	-	781970	0.69	-	-
9	Anurag Bansal	250000	0.22	-	250000	0.22	-	-
10	Archana Aggarwal	30000	0.03	-	30000	0.03	-	-
11	Asm Pipes Private Limited	18667140	16.5	-	18667140	16.5	-	-
12	Pulin Investments Private Limited	5095860	4.50	-	7877205	6.96	4.86	2.46
13	Jai Ambey Share Broking Limited	1616670	1.43	-	1616670	1.43	-	-
14	SMC Share Brokers Limited	225000	0.19	-	225000	0.19	-	-
15	Pranay Aggarwal	-	-	-	800000	0.71	-	0.71
	Total	66323340	58.62	-	69104685	61.08	-	2.46

C) CHANGE IN PROMOTERS' SHAREHOLDING :

S.No.	Name & Type of Transaction	Shareholding at the beginning of the year 2018		Transactions during the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	Date of Transaction	No. of shares	No. of shares	% of total shares of the company
1	ASM Pipes Private Limited at the end of the year	18667140	16.50	-	-	18667140	16.50
2	Mahesh Chand Gupta at the end of the year	10248500	9.06	-	-	10248500	9.06
3	Subhash C. Aggarwal at the end of the year	10095500	8.92	-	-	10095500	8.92
4	Pulin Investments Pvt. Ltd.	5095860	4.50			5095860	4.50
	Transfer			01.02.2019	200000	5295860	4.68
	Transfer			01.03.2019	200000	5495860	4.86
	Transfer			29.03.2019	2381345	7877205	6.96
	at the end of the year					7877205	6.96
5	Sushma Gupta at the end of the year	7566550	6.69	-	-	7566550	6.69
6	Hemlata Aggarwal at the end of the year	7720550	6.82	14.12.2018	(800000)	6920550	6.12
	Transfer					6920550	6.12
7	Ginni Devi at the end of the year	2200000	1.94	-	-	2200000	1.94
8	Jai Ambey Share Broking Ltd.	1616670	1.43			1616670	1.43
	Transfer	-	-	27.04.2018	(1616670)	0	-
	Transfer			04.05.2018	1616670	1616670	1.43
	at the end of the year					1616670	1.43
9	Madan Gopal Aggarwal at the end of the year	984000	0.87	-	-	984000	0.87
10	Ajay Garg at the end of the year	841600	0.74	-	-	841600	0.74
11	Pranay Aggarwal at the end of the year	0	0.00	14.12.2018	800000	800000	0.71
	Transfer					800000	0.71
12	Damodar Krishan Aggarwal at the end of the year	781970	0.69	-	-	781970	0.69
13	Anurag Bansal at the end of the year	250000	0.22	-	-	250000	0.22
14	SMC Share Brokers Ltd. at the end of the year	225000	0.20	-	-	225000	0.20
	Transfer					5000	0.2
15	Archana Aggarwal at the end of the year	30000	0.03	-	-	30000	0.03
	Transfer					30000	0.0

D) SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS: (OTHER THAN DIRECTORS, PROMOTERS AND HOLDERS OF GDRS AND ADRS)

S. No.	Name & Type of Transaction	Shareholding at the beginning of the year - 2018		Transaction During the Year		Cumulative Shareholding at the end of the year - 2019	
		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	Millennium Investment And Acquisition Co Inc.	11504690	10.17			11504690	10.17
	Transfer			18.01.2019	(3571000)	7933690	7.0
	Transfer			01.02.2019	3371000	11304690	9.99
	Transfer			01.03.2019	(200000)	11104690	9.82
	Transfer			29.03.2019	(900000)	10204690	9.02
	at the end of the year					10204690	9.02
2	Sanlam International Investment Inc.	9460590	8.36	-	-	9460590	8.36
	at the end of the year					9460590	8.36
3	Signature Global (India) Pvt. Ltd.	8865885	7.84	-	-	8865885	7.84
	At the end of the year					8865885	7.84
4	Bennett, Coleman and Company Limited	4335390	3.83	-	-	4335390	3.83
	at the end of the year					4335390	3.83
5	Agbros Polymers LLP	1583340	1.40	-	-	1583340	1.40
	Transfer			18.05.2018	(10000)	1573340	1.39
	at the end of the year					1573340	1.39
6	Cresta Fund Ltd	2881345	2.55			2881345	2.55
	Transfer			29.03.2019	(1481345)	1400000	1.24
	at the end of the year					1400000	1.24
7	Svan Securities Pvt. Ltd.	1025676	0.91	-	-	1025676	0.91
	Transfer			02.11.2018	(193710)	831966	0.74
	at the end of the year					831966	0.74
8	Teena Bhatia	0	0.00			0	0.00
	Transfer			19.10.2018	350000	350000	0.31
	at the end of the year					350000	0.31
9	TV18 Broadcast Limited	109994	0.10			109994	0.10
	Transfer			02.11.2018	93710	303704	0.27
	at the end of the year					303704	0.27
10	Sadhu Ram Aggarwal	228460	0.20			228460	0.20
	at the end of the year					228460	0.20

E) 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 and KMP*				
1	Subhash Chand Aggarwal				
	At the beginning of the year	10095500	8.92	10095500	8.92
	Date wise Increase / Decrease in Share holding during the year decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	-	-	-	-
	At the End of the year	10095500	8.92	10095500	8.92
2	Mahesh Chand Gupta				
	At the beginning of the year	10248500	9.06	10248500	9.06
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):				
	At the End of the year	10248500	9.06	10248500	9.06
3	Ajay Garg				
	At the beginning of the year	841600	0.74	841600	0.74
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	-	-	-	-
	At the End of the year	841600	0.74	841600	0.74
4	Anurag Bansal				
	At the beginning of the year	250000	0.22	250000	0.22
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	-	-	-	-
	At the End of the year	250000	0.22	250000	0.22

Note: 1. No other Director held any shares of the Company during the Financial Year 2018-19.

2. KMPs doesn't hold any share in the Company, other than mentioned above.

V. INDEBTEDNESS:

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

(Amount in ₹)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	2,72,80,73,656	-	-	2,72,80,73,656
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	15,80,062	-	-	15,80,062
Total (i+ii+iii)	2,72,96,53,718	-	-	2,72,96,53,718
Change in Indebtedness during the financial year				
· Addition	2,31,07,51,46,285	1,33,09,759	-	2,31,08,84,56,044
· Reduction	2,28,65,27,05,807	-	-	2,28,65,27,05,807
Net Change	2,42,24,40,477	1,33,09,759	-	2,43,57,50,236
Indebtedness at the end of the financial year				
i) Principal Amount	5,14,80,83,236	1,30,68,547	-	5,16,11,51,783
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	40,10,959	2,41,212	-	42,52,171
Total (i+ii+iii)	5,15,20,94,195	1,33,09,759	-	5,16,54,03,954

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNELS

A. REMUNERATION TO MANAGING DIRECTOR, WHOLE-TIME DIRECTORS AND/OR MANAGERS:

(Amount in ₹)

S. No.	Particulars of Remuneration	Name of MD/WTD/Manager				Total
		Subhash Chand Aggarwal (MD)	Mahesh Chand Gupta (MD)	Anurag Bansal (WTD)	Ajay Garg (Director & CEO)	
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	97,50,000	97,50,000	64,99,701	58,49,701	3,18,49,402
2	Stock Option	-	-	-	-	-
3	Sweat Equity	-	-	-	-	-
4	Commission - as % of profit - others, specify	-	-	-	-	-
5	Others, please specify	-	-	-	-	-
	Total (A)	97,50,000	97,50,000	64,99,701	58,49,701	3,18,49,402
	Ceiling as per the Act	Remuneration as per Schedule V of the Companies Act, 2013				

B. REMUNERATION TO OTHER DIRECTORS:

(Amount in ₹)

S. No.	Particulars of Remuneration				Total
1.	Name of Independent Directors	Fee for attending board Committee Meetings	Commission	Others, please specify	
	Madhu Vij	1,85,000	-	-	1,85,000
	Satish Chandra Gupta*	2,20,000	-	-	2,20,000
	Kundan Mal Agarwal	3,05,000	-	-	3,05,000
	Hari Das Khunteta	2,65,000	-	-	2,65,000
	Chandra Wadhwa	2,05,000	-	-	2,05,000
	Roop Chand Jindal	2,85,000	-	-	2,85,000
	Naveen ND Gupta	75,000	-	-	75,000
	Total (1)	15,40,000			15,40,000
2.	Name of Other Non-Executive Directors	Fee for attending board committee meetings	Commission	Others, please specify	
	Shruti Aggarwal	-	-	-	-
	Himanshu Gupta	-	-	-	-
	Total (2)	-	-	-	-
	Total (B)=(1+2)	15,40,000	-	-	15,40,000
	Total Remuneration (A+B)				
	Overall Ceiling as per Companies Act, 2013	Sitting fees as per Companies Act, 2013			

* Office of Mr. Satish Chand Gupta, Non-Executive & Independent Director was vacated w.e.f. March 25, 2019

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD: (Amount in ₹)

S. No.	Particulars of Remuneration	Key Managerial Personnel		
		Company Secretary (Suman Kumar)	Group CFO (Vinod K. Jamar)	Total
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	48,15,974	60,32,432	1,08,48,406
	(b) Value of perquisites u/s 7(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	48,15,974	60,32,432	1,08,48,406

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

For and on Behalf of the Board

Sd/-

(Subhash Chand Aggarwal)

Chairman & Managing Director

DIN: 00003267

Place: New Delhi

Date: August 7, 2019