



Annexure B

THIRDWAVE FINANCIAL INTERMEDIARIES LIMITED
30th ANNUAL REPORT 2019-2020

EXTRACT OF ANNUAL RETURN – Form MGT-9 As on financial year ended on 31.03.2020

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	L15100WB1989PLC046886
2.	Registration Date	16/05/1989
3.	Name of the Company	THIRDWAVE FINANCIAL INTERMEDIARIES LIMITED
4.	Category/Sub-category of the Company	COMPANY LIMITED BY SHARES
5.	Address of the Registered office & contact details	601 Ambuja Neotia Ecocentre, EM-4, Sector V, Kolkata – 700 091 Tel : 033-46039630, Email : investor.thirdwave@gmail.com
6.	Whether listed company	LISTED
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	NICHE TECHNOLOGIES PRIVATE LIMITED 3A Auckland Place, Room No 7A&7B, 7 th Floor KOLKATA – 700017. PHONE NO. 03322806616/17

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	TRADING IN SHARES TRADING IN PULSES	67120 52201	48.87% 48.75%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES –

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		NA	

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity) Category –wise Share Holding.

Category of Shareholders	No. of Shares held at the beginning of the year [As on 31-March 2019]				No. of Shares held at the end of the year [As on 31-March -2020]				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A.PROMOTERS									
Indian									
a) Individual/ HUF	148910	-	148910	6.75	148910	-	148910	6.75	-
b) Central Govt.	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	858890	-	858890	38.91	858890	-	858890	38.91	-
e) Banks/Fl	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
Total Shareholding of Promoter (A)	100780	-	1007800	45.65	1007800	-	1007800	45.65	-



B.PUBLIC SHAREHOLDING									
1.Institutions									
(a)Mutual Funds	-	136200	136200	6.17	-	136200	136200	6.17	-
(b)Banks/FI	-	-	-	-	-	-	-	-	-
©Central Govt.	-	-	-	-	-	-	-	-	-
(d)State Govt(S)	-	-	-	-	-	-	-	-	-
(e)Venture Capital Funds	-	-	-	-	-	-	-	-	-
(f)Insurance Companies	-	-	-	-	-	-	-	-	-
(g)FIIS	-	-	-	-	-	-	-	-	-
(h)Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
(i)Others(Specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1) :-	-	136200	136200	6.170	-	136200	136200	6.170	-

2.Non- Institutions									
(a)Bodies Corp.									
(i)Indian	385801	10000	395801	22.459	385802	10000	395802	17.929	-
(ii)Overseas	-	-	-	-	-	-	-	-	-
(b)Individuals									
(i)Individual Shareholders holding nominal Share capital upto Rs.1 Lakh	58667	21900	80567	3.65	59068	21900	80968	3.668	0.018
(ii)Individual Shareholders holding nominal Share capital in excess to Rs.1 Lakh	289200	296000	585200	26.508	289200	296000	585200	26.508	-
©Others (Specify)	-	-	-	-	-	-	-	-	-
Non Resident Indians	-	-	-	-	-	-	-	-	-
Overseas Corporate Bodies	-	-	-	-	-	-	-	-	-
Foreign Nationals	-	-	-	-	-	-	-	-	-
Clearing Members	2032	-	2032	0.092	1630	-	1630	0.074	-0.018
Trusts	-	-	-	-	-	-	-	-	-
Foreign Bodies – D R	-	-	-	-	-	-	-	-	-
Sub- total (B)(2) :-	735700	327900	1063600	48.179	735700	327900	1036300	48.179	-
Total Public Shareholding (B) = (B)(1) + (B)(2)	735700	464100	1199800	54.349	735700	464100	1199800	54.349	-

C.Shares held by Custodian for GDRs & ADTRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	1743500	464100	2207600	100.00	1743500	464100	2207600	100.00	-



B. Shareholding of Promoter:-

SN	Shareholder's Name	Shareholding at the Beginning of the Year			Shareholding at the end of The Year			% 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	Siddhant Agarwal	148910	6.75	-	148910	6.75	-	-
2	Patriach Developers (P) Ltd	701890	31.79	-	701890	31.79	-	-
3	Prudent Man & Ind Con (P) Ltd	157000	7.11	-	157000	7.11	-	-

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

SN	Particulars	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
	At the beginning of the year	1007800	45.65	1007800	45.65
	Date wise Changes during the year	-	-	-	-
	At the end of the year	1007800	45.65	1007800	45.65

D. Shareholding Pattern of top ten Shareholders:

SN	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	Agra Capitals (P) Ltd	33738	1.528	33738	1.528
2	Hariom Agro Foods (P) Ltd	200000	9.060	200000	9.060
3	Impression Tradelinks (P) Ltd	22000	0.997	22000	0.997
4	J M Trustee Co Ltd	136200	6.170	136200	6.170
5	Manav Agarwal	30000	1.359	30000	1.359
6	Meghna Shah	25000	1.132	25000	1.132
7	Nirmal Kumar Agarwal	40000	1.812	40000	1.812
8	Sanjay Kumar Agarwal	100000	4.530	100000	4.530
9	Sapna Agarwal	99200	4.494	99200	4.494
10	Utsav Industries (P) Ltd	96383	4.366	96383	4.366
	At the end of the year	882521	39.976	882521	39.976

(Other than Directors, Promoters and Holders of GDRs and ADRs)

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	None				
	At the beginning of the year	-	-	-	
	Date wise Increase/Decrease in Promoters Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	-	-	-	
	At the end of the year	-	-	-	



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

	Secured Loans Excluding deposits	Unsecured Loans	Deposit	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	-	75,00,000	-	75,00,000
ii) Interest accrued but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	75,00,000	-	75,00,000
Change in Indebtedness during the financial year				
* Addition	-	-	-	-
* Reduction	-	75,00,000	-	75,00,000
Net Change	-	- 75,00,000	-	- 75,00,000
Indebtedness at the end of the financial year				
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
TOTAL (i+ii+iii)	-	NIL	-	NIL

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager (Rs.)

SN.	Particulars of Remuneration	Name of MD/WTD/ Manager				Total Amount
		MD	WTD	---	---	
1	Gross salary					
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	9,00,000/-	-	-	-	9,00,000/-
	(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	-	-	-	-	-
2	Stock Option	-	-	-	-	-
3	Sweat Equity	-	-	-	-	-
4	Commission - as % of profit - others, specify...	-	-	-	-	-
5	Others, please specify	30,000	-	-	-	30,000
	Total (A)	9,30,000	-	-	-	9,30,000
	Ceiling as per the Act					



VII. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

B. Remuneration to other directors : (Rs.)

SN.	Particulars of Remuneration	Nirmal Kumar Agarwal	Sandeep Kedia	Sujit Sarkar	Total Amount
1	Independent Directors				
	Fee for attending board committee meetings	15,000	15,000	30,000	60,000
	Commission	-	-	-	-
	Others, please specify	-	-	-	-
	Total (1)	-	-	-	-
2	Other Non-Executive Directors	-	-	-	-
	Fee for attending board committee meetings	-	-	-	-

VIII. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

C. Remuneration to other directors : (Rs.)

SN.	Particulars of Remuneration	Name of Directors Suman Agarwal	Total Amount
	Commission	-	-
	Others, Please Specify	30,000 (Sitting Fees)	30,000
	Total (2)	-	-
	Total (B) = (1+2)	30,000	30,000
	Total Managerial Remuneration	-	-
	Overall Ceiling as per Act	-	-

D. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD (Rs.)

SN	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CS	CFO	Total
	Gross salary	-	1,20,000	95,475	2, 15,475
	(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	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission	-	-	-	-
	- as % of profit	-	-	-	-
	others, specify...	-	-	-	-
5	Others, please specify	-	-	-	-
	Total	-	1,20,000	95,475	2,15,475

**IX. 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	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
B.DIRECTORS					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
C.OTHER OFFICERS IN DEFAULT					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-

Place : Kolkata
Dated : 25th June 2020

For and on behalf of the Board
Suman Agarwal
(DIN : 06955583)

For and on behalf of the Board
Vinay Kumar Agarwal
(DIN: 00149999)



ANNEXURE C

DETAILS PERTAINING TO REMUNERATION AS REQUIRED UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

i) The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary during the financial year 2019-20 and ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2019-20 are as under:

Sl. No.	Name of Director/ KMP and Designation	Remuneration of Director/ KMP for Financial Year 2019-20 (Rs.)	% increase in Remuneration in the Financial Year 2019-20	Ratio of remuneration of each Director/KMP to median remuneration of employees
1.	Vinay Kumar Agarwal, Managing Director	9,00,000/-	NIL	2.40
2.	Samir Chakraborty, Chief Financial Officer	96,000/-	6.66%	0.26
3.	Nidhi Jasrasaria, Company Secretary	1,20,000/-	NIL	0.32

Note: No other Director other than the Managing Director received any remuneration other than sitting fees during the financial year 2019-20.

i) In the financial year, there was an increase of 0.8% in the median remuneration of employees.

ii) There were 4 (Four) permanent employees on the rolls of Company as on March 31, 2020.

iii) The Average percentage increase made in the salaries of employees other than the managerial personnel in the financial year 2019-20 was NIL whereas there decrease in the managerial remuneration for the same financial year was NIL.

iv) It is hereby affirmed that the remuneration paid during the Financial Year ended 31st March, 2020 is as per the Remuneration Policy of the Company