

FORM NO. MGT-9
EXTRACT OF ANNUAL RETURN
As on financial year ended 31-03-2021
[Pursuant to Section 92(3) of the Companies Act, 2013 read with
The Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

CIN:-	U34300MH1990PLC055300
Registration Date:	1st February, 1990
Name of the Company:	Fairfield Atlas Limited
Category / Sub-Category of the Company	Company Limited by Shares/Public Company
Address of the Registered office and contact details:	Survey No. 157, Devarwadi Village, Post Shinoi, Chandgad Taluka, Dist. Kolhapur- 41 6507, Maharashtra Tel : +91 2320 236605/6
Whether listed company	NO
Name, Address and Contact details of Registrar and Transfer Agent, if any	Link Intime India Private Limited C-101, 247 Park, LBS Marg, Vikhroli (West), Mumbai -400 083 Tel no: +91 22 28515644/5606 Fax: +91 22 8512885

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:

Sr. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	Manufacture of bearings, gears, gearing and driving	28140	100

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	TH Licensing Inc 1150, North Market Street, Suite 1300, Wilmington, Delaware, 19810 USA	Not Applicable	Holding	98.37	2(46)

IV. SHARE HOLDING PATTERN

(i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year 01st April 2020				No. of Shares held at the end of the year 31st March 2021				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. PROMOTER'S									
(1). INDIAN									
(a). Individual/ HUF	-	-	-	-	26	-	26	-	-
(b). Central Govt.	-	-	-	-	-	-	-	-	-
(c). State Govt(s).	-	-	-	-	-	-	-	-	-
(d). Bodies Corp.	-	-	-	-	-	-	-	-	-
(e). FIINS / BANKS.	-	-	-	-	-	-	-	-	-
(f). Any Other	-	-	-	-	-	-	-	-	-
Sub-total (A) (1):-	-	-	-	-	26	-	26	-	-
(2). FOREIGN									
(a). NRI-Individuals	-	-	-	-	-	-	-	-	-
(b). Other Individuals	-	-	-	-	-	-	-	-	-
(c). Bodies Corporates	26,875,095	-	26,875,095	98.370	26,875,095	-	26,875,095	98.370	-
(d). Banks / FI	-	-	-	-	-	-	-	-	-
(e). Qualified Foreign Investor	-	-	-	-	-	-	-	-	-
(f). Any Other Specify	-	-	-	-	-	-	-	-	-
Sub-total (A) (2):-	26,875,095	-	26,875,095	98.370	26,875,095	-	26,875,095	98.370	-
Total shareholding of Promoter(A) = (A)(1)+(A)(2)	26,875,095	-	26,875,095	98.370	26,875,121	-	26,875,121	98.370	-
(B) (1). PUBLIC SHAREHOLDING									
(a). Mutual Funds	-	5,500	5,500	0.020	-	5,500	5,500	0.020	-
(b). Banks / FI	-	100	100	-	-	100	100	-	-
(c). Central Govt.	37,300	-	37,300	0.137	37,300	-	37,300	0.137	0
(d). State Govt.(s)	-	-	-	-	-	-	-	-	-
(e). Venture Capital Funds	-	500	500	0.002	-	500	500	0.002	-
(f). Insurance Companies	-	-	-	-	-	-	-	-	-
(g). FIs	-	3,700	3,700	0.014	-	3,700	3,700	0.014	(0)
(h). Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
(i). Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	37,300	9,800	47,100	0.173	37,300	9,800	47,100	0.173	0
2. Non-Institutions									
(a). BODIES CORP.									
(i). Indian	14,661	10,800	25,461	0.093	15067	10600	25667	0.094	0.001
(ii). Overseas	-	-	-	-	-	-	-	-	-
(b). Individuals									
(i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	171,424	192,430	363,854	1.332	171992	191630	363622	1.331	-0.001
(ii) Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	-	-	-	-	-	-	-	-	-

(c). Other (specify)									
Non Resident Indians	6,020	2,000	8,020	0.029	6,020	2,000	8,020	0.029	0.000
Overseas Corporate Bodies	-	-	-	-	-	-	-	-	-
Foreign Nationals	-	-	-	-	-	-	-	-	-
Clearing Members	-	-	-	-	-	-	-	-	-
Trusts	1,010	-	1,010	0.004	1,010	-	1,010	0.004	0.000
Foreign Bodies - D R	-	-	-	-	-	-	-	-	-
Sub-total (B)(2):-	193,115	205,230	398,345	1.458	194089	204230	398319	1.458	0.000
Total Public Shareholding (B)=(B)(1)+ (B)(2)	230,415	215,030	445,445	1.631	231389	214030	445419	1.631	0.000
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	27,105,510	215,030	27,320,540	100.00	27106510	214030	27320540	100.00	-

(ii) Shareholding of Promoters

Sr. No	Shareholder's Name	Shareholding at the beginning of the year 1st April 2020			Share Holding at the end of the year 31st March 2021			% changes 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	TH LICENSING, INC	26,875,095	98.37	0	26,875,121	98.37	-	-

(iii) Change in Promoter's Shareholding

Sr. No	Shareholder's Name	Shareholding at the beginning of the year 1st April 2020			Share Holding at the end of the year 31st March 2021			% of total Shares of the company
		No. of Shares at the beginning / end of the Year	% of the Shares of the company	Date	Increase/ Decrease in shareholding	Reason	No. of shares	
1	TH LICENSING, INC	26,875,095	98.37	0	26	Transfer of Beneficial Ownership	26,875,095	98.37

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

Sr. No	Name	No. of Shares at the beginning	% of the Shares of the company	Date	Increase/ Decrease in shareholding	Reason	No. Of shares end of the Year	% of total Shares of the company
1	INVESTOR EDUCATION AND PROTECTION F	37,300	0.137	01-04-2020				
	-Closing Balance			31-03-2021		No Change	37,300	0.137
2	PHARMASYNTH FORMULATIONS LTD.	6,144	0.022	01-04-2020				
	-Closing Balance			31-03-2021		No Change	6,144	0.022
4	SHCIL A/C GIC MUTUAL FUND	5,500	0.020	01-04-2020				
	-Closing Balance			31-03-2021		No Change	5500	0.020
5	SHABBIR PARDAWALLA	5,397	0.020	01-04-2020				
	-Closing Balance			31-03-2021		No Change	5397	0.020

6	20TH CENTURY FINANCE CORPN LT	3,900	0.014	01-04-2020				
	-Closing Balance			31-03-2021		No Change	3900	0.014
7	TRANSGLOBAL RESOURCES LTD.	3,700	0.014	01-04-2020				
	-Closing Balance			31-03-2021		No Change	3700	0.014
8	MANGIRISH BHANDARKAR	3,000	0.011	01-04-2020				
	-Closing Balance			31-03-2021		No Change	3000	0.011
9	VIJAY GUPTA HUF	3,000	0.011	01-04-2020				
	-Closing Balance			31-03-2021		No Change	3000	0.011
10	JAYWANTI ANIL SAVAI	2,500	0.009	01-04-2020				
	-Closing Balance			31-03-2021		No Change	2500	0.009
11	MUKESH D SHAH	2300	0.008	01-04-2020				
	-Closing Balance			31-03-2021		No Change	2300	0.008

(v) Shareholding of Directors and Key Managerial Personnel:

Sr. No	Name	Shareholding at the beginning of the year			Cumulative Shareholding at the end of the year			
		No. of Shares at the Beginning	% of the Shares of the company	Date	Increasing/ Decreasing in shareholding	Reason	No. Of shares end of the Year	% of total Shares of the company
Directors								
1	Mr. D.E. Jacob							
	At the beginning of the year	2	0.00	01/Apr/2020				
	Movement during the year			24/03/2021	Decrease		2	
	At the beginning of the year			31/Mar/2021	0.000	Transfer of Beneficial Ownership	0	0.000
Key Managerial Personnel								
1	Mr. Vijay Kumar Sinha							
	At the beginning of the year	10	0.00	01/Apr/2019				
	Movement during the year			24/03/2021	Decrease		10	
	At the beginning of the year			31/Mar/2020		Transfer of Beneficial Ownership	0	0.000
2	Mr. Pandharinath Patil							
	At the beginning of the year	10	0.00	01/Apr/2019				
	Movement during the year			24/03/2021	Decrease		10	-
	At the beginning of the year			31/Mar/2020		Transfer of Beneficial Ownership	0	0.000
<p>Note Mr.SunilSehgal, Mr. MarcusDavidKing, Mr.Michael Andrew Campbell, Mr. Gajanan Gandhe, Mr. Avinash P. Gandhi, Mr. Rakesh Jinsi, Ms. Xian He being directors did not hold any shares of the Company during the Financial Year 2020-21</p> <p>Beneficial Ownership of shares held by Mr. Devanand E. Jacob, Mr. Vijay Kumar Sinha and Mr. Pandharinath Patil has been transferred in favour of T. H. Licensing Inc. on 24th March, 2021</p>								

V. INDEBTEDNESS

	Secured Loans excluding deposits	Unsecured Loans	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	NIL	NIL	NIL
Reduction	NIL	NIL	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:**

Sr. No.	Particulars of Remuneration	Name of MD-Mr. D. E. Jacob	Total Amount
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961*	12,042,023	12,042,023
	(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 (A)	12,042,023	12,042,023
	Ceiling as per the Act being the amount Calculated as per Schedule V of the companies Act 2013.	12,179,098	

B. REMUNERATION to other directors:

Particulars of Remuneration	Name of Directors Manager			Total Amount
	Mr. Avinash P. Gandhi	Mr. Rakesh Jinsi		
1. Independent Directors	Mr. Avinash P. Gandhi	Mr. Rakesh Jinsi		
• Fee for attending board / committee meetings	400,000	320,000		720,000
• Commission	-	-		-
• Others, please specify	-	-		-
				-
Total (1)	400,000	320,000		720,000
2A. Other Non-Executive Directors	Mr. Sunil Sehgal	Mr. Marcus D. King	Mr. Michael A. Campbell	-
• Fee for attending board / committee meetings	-	-	-	-
• Commission	-	-	-	-
• Others, please specify	-	-	-	-
				-
2B. Other Non-Executive Directors	Mr. Gajanan Gandhe	Ms. Xian He		-
• Fee for attending board / committee meetings	-	-		-
• Commission	-	-		-
• Others, please specify	-	-		-
Total (2)	-	-		-
Total (B)=(1+2)	400,000	320,000		720,000
Total Managerial Remuneration*				11,830,859
Overall Ceiling as per the Act #	Rs. 100,000			-
*Total Managerial to Managing and other Directors (being total of A and B)				
# The Company pays Rs. 40,000 as sitting fees to Directors for attending the Meeting of 12q1 the Board or Committees thereof.				

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

Sr No.	Particulars of Remuneration	Total		
		Company Secretary	CFO	
1	Gross salary	1,147,712	3,749,589	4,897,301
	(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...			
	Others, please specify		-	-
	Total	1,147,712	3,749,589	4,897,301

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]	Authority [RD / NCLT/ COURT]
Penalty					
Punishment					
Compounding					
NOT APPLICABLE					
C. OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment					
Compounding					
NOT APPLICABLE					

Place: Devarwadi
Date: 27th August

For and on behalf of the Board of Directors

Sunil Sehgal
Chairman