

Form No. MGT-9**EXTRACT OF ANNUAL RETURN**
As on the financial year ended on 31.03.2019

[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 : L29230KA1953GOI000748
- ii. Registration Date : 7th February, 1953
- iii. Name of the Company : HMT LIMITED
- iv. Category/Sub-Category of the Company : Company Limited by Shares /Union Government Company
- v. Address of the registered office and contact details : HMT Bhavan, 59, Bellary Road, Bangalore – 560 032
Ph.: 91-80-23330333
Fax: 91-80- 23339111
- vi. Whether listed company : Yes, on NSE & BSE
- vii. Name, Address and Contact details of Registrar and Transfer Agent, if any : Karvy Fintech Pvt. Ltd.
Karvy Selenium Tower B, Plot No . 31 & 32,
Gachibowli, Financial District, Nanakramguda,
Serilingampally, Hyderabad - 500 032.
Ph : +91 040 67161604

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 Product/ service	% total turnover of the company
1	Food Processing Machinery	29251	83
2	Retail sale of watches	52391	17

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sl. No.	Name and Address of the Company	CIN/GLN	Holding/Subsidiary/ Joint Venture/ Associate	% of shares held	Applicable Section
1	HMT Machine Tools Limited	U02922KA1999GOI025572	Subsidiary	100	2 (87)
2	HMT Watches Limited	U33301KA1999PLC025573	Subsidiary	100	2 (87)
3	HMT Chinar Watches Limited	U29190JK2000PLC002088	Subsidiary	100	2 (87)
4	HMT Bearings Limited	U29130TG1964FLC001023	Subsidiary	99.37	2 (87)
5	HMT (International) Limited	U33309KA1974PLC002707	Subsidiary	100	2 (87)
6	SUDMO-HMT Process Engineers (India) Limited	U05190KA1998PLC024253	Joint Venture	50	2 (6)
7	Gujarat State Machine Tools Corporation Limited	U29220GJ1975SGC002669	Associate	39.86	2 (6)

IV. SHAREHOLDING PATTERN (Equity Share Capital Break up as percentage of Total Equity)
i) Category-wise Share Holding

Cate-gory Code	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	
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)	(X)	(XI)
(A)	PROMOTER AND PROMOTER GROUP									
(1)	INDIAN									
(a)	Individual/ HUF	0	0	0	0.00	0	0	0	0.00	0.00
(b)	Central Government/ State Government	684315126	443741500	1128056626	93.69	684315126	443741500	*1128056626	93.69	0.00
(c)	Bodies Corporate	0	0	0	0.00	0	0	0	0.00	0.00
(d)	Financial Institutions / Banks	0	0	0	0.00	0	0	0	0.00	0.00
(e)	Other	0	0	0	0.00	0	0	0	0.00	0.00
	Sub-Total A(1) :	684315126	443741500	1128056626	93.69	684315126	443741500	1128056626	93.69	0.00
(2)	FOREIGN									
(a)	Individuals (NRIs/Foreign Individuals)	0	0	0	0.00	0	0	0	0.00	0.00
(b)	Bodies Corporate	0	0	0	0.00	0	0	0	0.00	0.00
(c)	Institutions	0	0	0	0.00	0	0	0	0.00	0.00
(d)	Qualified Foreign Investor	0	0	0	0.00	0	0	0	0.00	0.00
(e)	Others	0	0	0	0.00	0	0	0	0.00	0.00
	Sub-Total A (2):	0	0	0	0.00	0	0	0	0.00	0.00
	Total A=A (1) + A(2)	684315126	443741500	1128056626	93.69	684315126	443741500	1128056626	93.69	0.00
(B)	PUBLIC SHAREHOLDING									
(1)	INSTITUTIONS									
(a)	Mutual Funds / UTI	100	18900	19000	0.00	100	18900	19000	0.00	0.00
(b)	Financial Institutions /Banks	0	0	0	0.00	0	0	0	0.00	0.00
(c)	Central Government/ State Government(s)	0	0	0	0.00	0	0	0	0.00	0.00
(d)	Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00

Category Code	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	
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)	(X)	(XI)
(e)	Insurance Companies	0	100	100	0.00	0	100	100	0.00	0.00
(f)	Foreign Institutional Investors	5265	0	5265	0.00	5265	0	5265	0.00	0.00
(g)	Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
(h)	Qualified Foreign Investor	0	0	0	0.00					
(i)	Others (specify)	0	0	0	0.00	0	0	0	0.00	0.00
	Sub-Total B (1) :	5365	19000	24365	0.00	5365	19000	24365	0.00	0.00
(2)	NON INSTITUTIONS									
(a)	Bodies Corporate	68838271	800	68839071	5.72	68638343	800	68639143	5.70	-0.02
(b)	Individuals									
(i)	Individual holding nominal share capital upto Rs. 1 lakh	5262116	108649	5370765	0.45	5321521	108549	5430070	0.45	0.00
(ii)	Individual holding nominal share capital in excess of Rs 1 lakh	1724504	0	1724504	0.14	1870730	0	1870730	0.16	0.01
(c)	Others									
	CLEARING MEMBERS	16336	0	16336	0.00	18401	0	18401	0.00	0.00
	NBFC	11460	0	11460	0.00	4050	0	4050	0.00	0.00
	NON RESIDENT INDIANS	31094	0	31094	0.01	31063	0	31063	0.00	0.00
	NRI NON-REPATRIATION	17409	0	17409	0.00	17182	0	17182	0.00	0.00
	TRUSTS	10	0	10	0.00	10	0	10	0.00	0.00
(d)	Qualified Foreign Investor	0	0	0	0.00	0	0	0	0.00	0.00
	Sub-Total B (2):	75901200	109449	76010649	6.31	75901300	109349	76010649	6.31	0.00
	Total B = B (1)+B(2)	75906565	128449	76035014	6.31	75906665	128349	76035014	6.31	0.00
	Total (A+B) :	760221691	443869949	1204091640	100	760221791	443869849	1204091640	100	0.00
(C)	Shares held by custodians, against which Depository Receipts have been issued									
(1)	Promoter and Promoter Group	0	0	0	0.00	0	0	0	0.00	
(2)	Public	0	0	0	0.00	0	0	0	0.00	
	Grand Total (A+B+C)	760221691	443869949	1204091640	100	760221791	443869849	1204091640	100	0.00

*Hon'ble National Company Law Tribunal (NCLT) vide its Order dated 16.10.2018 has confirmed/ approved reduction in share capital of the Company from Rs.1204.09 Crores to Rs.355.60 Crores by reduction of 848490000 Equity Shares of Rs.10/- each held by President of India (as per the Cabinet Approval). Registrar of Companies, Karnataka (ROC) has registered the NCLT order on 17.11.2018 and issued "Certificate of Registration confirming the Reduction of Share Capital of HMT Ltd". However, the process of reduction of share capital in the records of Ministry Corporate Affairs portal ("MCA"), Stock Exchanges, Depositories are pending for procedural compliances which have been already taken up in consultation with Registrar and Share Transfer Agent ("RTA"). Hence there is a difference between Paid up Share Capital of the Company as per Audited Financial Statements and Shareholding Pattern provided by RTA.

ii) Shareholding of Promoters

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change 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.	President of India	1128056626	93.69	NIL	*1128056626	93.69	NIL	0.00

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

Sr. 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
	At the beginning of the year	1128056626	93.69	1128056626	93.69
	Decrease On 17.11.2018 Registrar of Companies (ROC), Bangalore has registered NCLT order dated 16.10.2018 with respect to reduction in Share Capital of the Company from Rs. 1204.09 Crores to Rs. 355.60 Crores by reduction of 848490000 equity shares of Rs. 10 each held by President of India (as per the Cabinet approval)	848490000	15.07	279566626	78.62
	At the End of the year	279566626	78.62	279566626	*78.62

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

Sl.No.	Name of the Shareholder	Shareholding at the beginning of the Year		Date	Increase/Decrease in share holding	Reason	Cumulative Share holding during the Year	
		No of Shares	% of total shares of the company				No of Shares	% of total shares of the company
1	SPECIAL NATIONAL INVESTMENT FUND	67538614	5.61	31/03/2018			67538614	5.61
				31/03/2019			67538614	5.61
2	MANISH SHAH	291302	0.02	31/03/2018			291302	0.02
				06/04/2018	22191	Purchase	313493	0.03
				25/05/2018	313493	Purchase	626986	0.05
				25/05/2018	-313493	Sale	313493	0.03
				15/06/2018	5401	Purchase	318894	0.03
				03/08/2018	-1000	Sale	317894	0.03
				07/09/2018	-2528	Sale	315366	0.03
				05/10/2018	1873	Purchase	317239	0.03
				05/10/2018	-1873	Sale	315366	0.03
				01/03/2019	7914	Purchase	323280	0.03
				31/03/2019			323280	0.03
3	RAVIRAJ DEVELOPERS LTD	244232	0.02	31/03/2018			244232	0.02
				10/08/2018	-244232	Sale	0	0.00
				23/11/2018	189923	Purchase	189923	0.02
				15/02/2019	19035	Purchase	208958	0.02
				15/03/2019	87006	Purchase	295964	0.02
				31/03/2019			295964	0.02

Sl.No.	Name of the Shareholder	Shareholding at the beginning of the Year		Date	Increase/Decrease in share holding	Reason	Cumulative Share holding during the Year	
		No of Shares	% of total shares of the company				No of Shares	% of total shares of the company
4	UDAYANKUMAR N KOTHARI	137070	0.01	31/03/2018			137070	0.01
				31/03/2019			137070	0.01
5	DELHI IRON & STEEL CO (P) LTD	112891	0.01	31/03/2018			112891	0.01
				20/04/2018	7000	Purchase	119891	0.01
				27/04/2018	5769	Purchase	125660	0.01
				24/08/2018	-95660	Sale	30000	0.00
				31/08/2018	-30000	Sale	0	0.00
				31/12/2018	1000	Purchase	1000	0.00
				15/03/2019	13681	Purchase	14681	0.00
				22/03/2019	11786	Purchase	26467	0.00
				29/03/2019	500	Purchase	26967	0.00
				31/03/2019			26967	0.00
6	JENA PRASHANT SHAH	100000	0.01	31/03/2018			100000	0.01
				31/03/2019			100000	0.01
7	ATRUN FISCAL PVT LTD	95257	0.01	31/03/2018			95257	0.01
				13/07/2018	-95257	Sale	0	0.00
				21/09/2018	349	Purchase	349	0.00
				11/01/2019	95257	Purchase	95606	0.01
				15/02/2019	14765	Purchase	110371	0.01
31/03/2019			110371	0.01				
8	UMESH CHANDULAL GANDHI	86738	0.01	31/03/2018			86738	0.01
				31/03/2019			86738	0.01
9	DILIPKUMAR LAKHI	78602	0.01	31/03/2018			78602	0.01
				31/03/2019			78602	0.01
10	POORVI R ROONGTA	0	0.00	31/03/2018			0	0.00
				08/02/2019	51449	Purchase	51449	0.00
				15/03/2019	8900	Purchase	60349	0.01
				31/03/2019			60349	0.01

v) Shareholding of Directors and Key Managerial Personnel:

For each of the 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
None of the Directors or Key Managerial Personnel is holding any shares in the company				
At the beginning of the year	-NIL-	-NA-	-NIL-	-NA-
Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	-NA-		-NA-	
At the End of the year	-NIL-	-NA-	-NIL-	-NA-

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment
(Rs. in Lakhs)

	Secured Loans	Unsecured Loans	Deposits	Total Indebtedness
<i>Indebtedness at the beginning of the financial year as on 01.04.2018</i>				
i) Principal Amount	-	65144.51	-	65144.51
ii) Interest due but not paid	-	2010.00	-	2010.00
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	67154.51	-	67154.51
Change in Indebtedness during the financial year				
- Addition	-	38.46	-	38.46
- Reduction	-	986.50	-	986.50
Net Change	-	948.04	-	948.04
<i>Indebtedness at the end of the financial year 31.03.2019</i>				
i) Principal Amount	-	64171.74	-	64171.74
ii) Interest due but not paid	-	2034.73	-	2034.73
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	66206.47	-	66206.47

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL
A. Remuneration to Whole-time Director:

S.No.	Particulars of Remuneration	Shri S. Girish Kumar (Chairman & Managing Director)	Smt. Shashi B Srivastava (Director Finance)	Total Amount
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	2829484 - -	3420742 - -	6250226 - -
2	Stock Option	-	-	
3	Sweat Equity	-	-	
4	Commission - as % of profit - others, specify	-	-	
5	Others - Medical	-	-	
	Total (A)	2829484	3420742	6250226
	Ceiling as per the Act	-	-	

B. Remuneration to other Directors:

Independent Directors : The President is the authority for appointment of Directors on the Board of Central PSU's and we have requested the Ministry to appoint requisite number of Independent Directors to constitute mandatory committees to comply with listing requirements.

Particulars of Remuneration	Shri. Ravindra Singh (Independent Director)	Total Amount
1. Independent Director		
- Fee for attending board/committee meetings	41000	41000
- Commission	0	0
- Others, please specify	0	0
Total (1)	41000	41000
2. Other Non-Executive Directors	0	0
Particulars of Remuneration	0	0
Total (2)	0	0
Total (B)=(1+2)	41000	41000
Total Managerial Remuneration	41000	41000
Overall Ceiling as per the Act		

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

Sl. No.	Particulars of Remuneration	Key Managerial Personnel		
		Chief Financial Officer	Company Secretary	Total (Rs.)
1.	Gross salary(a)Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	564627*	749977	1314604
	(b)Value of perquisites u/s17(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	564627	749977	1314604

*CFOs Salary: Bhaskara Gowdar (upto 30.06.2018) - Rs.258684/-, Hitesh Goyal (1.7.2018 to 6.11.2018) Rs.238619/-, Kamna Mehta (w.e.f.12.02.2019) - Rs.67314/-

VII: PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES: NIL

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			None		
Punishment			None		
Compounding			None		
B. DIRECTORS					
Penalty			None		
Punishment			None		
Compounding			None		
C. OTHER OFFICERS IN DEFAULT					
Penalty			None		
Punishment			None		
Compounding			None		

For and on behalf of the Board of Directors

Place : Bangalore
Date : 12-08-2019

(S.Girish Kumar)
Chairman & Managing Director