



ANNEXURE 'D' 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 : L74940MH1993PLC074694
- ii) Registration Date : 22nd October 1993
- iii) Name of the Company : Ricoh India Limited
- iv) Category / Sub-Category of the Company : Company Limited By Shares / Indian Non-Government Company
- v) Address of the Registered office : 1132, 3rd Floor, Building No. 11,
Solitaire Corporate Park, Guru Hargovindji Marg,
Andheri Ghatkopar link Road, Chakala,
Andheri East, Mumbai - 400093
Tel : 022-66833000
Website: www.ricoh.co.in,
Email: ril.secretarial@ricoh.co.in
- vi) Whether listed company Yes / No : Yes, Listed on Bombay Stock Exchange Limited
- vii) Name, Address and Contact details of Registrar and Transfer Agent, if any : M/s MCS Share Transfer Agent Limited
F-65, 1st Floor, Okhla Industrial Area, Phase-I, New Delhi – 110 020
Tel : 011-41406149, 51
Email id: helpdeskdelhi@mcsregistrars.com

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	% to total turnover of the company
1	IT Services	6209	45.03%
2	Multifunctional Printers (MFPs)	4799	54.97%

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
1	Ricoh Company Limited Rico Building , 8-13-1, Ginza, Chuo, Ku, Tokyo 104-8222, Japan	Foreign Company	Holding	46.04%	2(46)
2	NRG Group Limited 20 Triton Street, London, England NW13BF	Foreign Company	Holding	27.56%	2(46)
3	I.D.C. Electronics Limited 40-46, IDA Cherlapally HCL Post Hyderabad 500051	U29309AP1987PLC007845	Associate	39.97%	2(6)

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

Category of Shareholder	No. of Shares held at the beginning of the Year as on 1 st April 2018				No. of Shares held at the end of the Year as on 31 st March 2019				% Change during the Year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individuals / Hindu Undivided Family	--	--	--	--	--	--	--	--	--
b) Central Government / State Government(s)	--	--	--	--	--	--	--	--	--
c) Bodies Corporate	--	--	--	--	--	--	--	--	--
d) Banks/Financial Institutions	--	--	--	--	--	--	--	--	--
e) Any Other (specify)	--	--	--	--	--	--	--	--	--
Sub - Total (A)(1)	--	--	--	--	--	--	--	--	--
(2) Foreign									
a) NRIs-Individuals	--	--	--	--	--	--	--	--	--
b) Other- Individuals									
c) Bodies Corporate	29270370	--	29270370	73.60	29270370	--	29270370	73.60	--
d) Bank/Financial Institutions	--	--	--	--	--	--	--	--	--
e) Any Other (specify)	--	--	--	--	--	--	--	--	--
Sub - Total (A)(2)	29270370	--	29270370	73.60	29270370	--	29270370	73.60	--
Total Shareholding of Promoter (A) = (A)(1)+(A)(2)	29270370	--	29270370	73.60	29270370	--	29270370	73.60	--
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	0	400	400	.0010	0	400	400	.0010	--
b) Banks / Financial Institutions	900	4900	5800	.0146	900	4900	5800	.0146	--
c) Central Government	--	--	--	--	--	--	--	--	--
d) State Government(s)	--	--	--	--	--	--	--	--	--
e) Venture Capital Funds	--	--	--	--	--	--	--	--	--
f) Insurance Companies	2400	--	2400	.0060	2400	--	2400	.0060	--
g) Foreign Portfolio Investors	77079	--	77079	0.19	77079	--	77079	0.19	--
h) Foreign Venture Capital Funds	--	--	--	--	--	--	--	--	--
i) Others (specify)	--	--	--	--	--	--	--	--	--
Sub - total (B)(1)	80379	5300	85679	0.22	80379	5300	85679	0.22	--
2. Central Govt/State Govt/POI	--	--	--	--	--	--	--	--	--
Sub - total (B)(2)	--	--	--	--	--	--	--	--	--
3. Non-Institutions									
a) Bodies Corporate	1781613	27258	1808871	4.55	1954330	24408	1978738	4.97	0.42
b) Individuals									
i) Individual shareholders holding nominal share capital up to Rs.1 lakh	3326606	1250100	4576706	11.51	3401359	1180728	4582087	11.52	0.01
ii) Individual shareholders holding nominal share capital in excess of Rs.1 lakh	3906102	--	3906102	9.82	3726252	--	3726252	9.37	0.45
c) Qualified Foreign Investor	--	--	--	--	--	--	--	--	--
d) NBFCs Registered with RBI	--	--	--	--	--	--	--	--	--
e) Any other	--	--	--	--	--	--	--	--	--
I. Trust & Foundation	5200	--	5200	0.01	5200	--	5200	0.01	--
II. Cooperative Societies	--	--	--	--	--	--	--	--	--
III. Educational Institutions	--	--	--	--	--	--	--	--	--
IV. Non- Resident Individual	113872	1361	115233	0.29	118474	1361	119835	0.30	.01
V. Foreign Companies	--	--	--	--	--	--	--	--	--
VI. OCBs	--	--	--	--	--	--	--	--	--
Sub - Total (B)(3)	9133393	1278719	10412112	26.18	9205615	1206497	10412112	26.18	--



Category of Shareholder	No. of Shares held at the beginning of the Year as on 1 st April 2018				No. of Shares held at the end of the Year as on 31 st March 2019				% Change during the Year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
Total Public Shareholding (B) = (B)(1)+(B)(2)+(B)(3)	9213772	1284019	10497791	26.40	9285994	1211797	10497791	26.40	--
TOTAL (A)+(B)	38484142	1284019	39768161	100	38556364	1211797	39768161	100	--
(c) Shares held by Custodian and against which Depository Receipts have been issued	--	--	--	--	--	--	--	--	--
1. Promoter and Promoter Group	--	--	--	--	--	--	--	--	--
2. Public	--	--	--	--	--	--	--	--	--
GRAND TOTAL (A)+ (B) +(C)	38484142	1284019	39768161	100	38556364	1211797	39768161	100	--

(ii) Shareholding of Promoters

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year as on 1 st April 2018			Shareholding at the end of the year as on 31 st March 2019			
		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	% change in share holding during the year
1	Ricoh Company Limited	18310578	46.04	--	18310578	46.04	--	--
2	NRG Group Limited	10959792	27.56	--	10959792	27.56	--	--

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

Sl. No.		Shareholding at the beginning of the year as on 1 st April 2018		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	Nil	Nil	Nil	Nil
2	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):	Nil	Nil	Nil	Nil
3	At the End of the year	Nil	Nil	Nil	Nil

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

Sl. No	Folio no./DP ID	For Each of the Top 10 Shareholders	Shareholding			Date	Increase/ Decrease in Share holding	Reason	Cumulative Shareholding during the year (01-04-18 to 31-03-19)		Category
			PAN	No of Shares at the Beginning (31-03-18) / end of the year (31-03-19)	% of total Shares of the company				Shares	% of total Shares of the company	
1	IN30133021242333	QUEST PORTFOLIO SERVICES PVT LTD	AAACQ1454B	750000 750000	1.89 1.89	20180331 20190331	NIL	NIL			OTHER BODIES CORPORATES

Sl. No	Folio no./DP ID	For Each of the Top 10 Shareholders	Shareholding			Date	Increase/ Decrease in Share holding	Reason	Cumulative Shareholding during the year (01-04-18 to 31-03-19)		Category
			PAN	No of Shares at the Beginning (31-03-18) / end of the year (31-03-19)	% of total Shares of the company				Shares	% of total Shares of the company	
2	IN30133021663494	KALPRAJ DAMJI DHARAMSHI	AAABPD7704K	275000 275000	0.69 0.69	20180331 20190331	NIL	NIL			INDIAN PUBLIC
3	IN30267930987076	BENU GOPAL BANGUR	ADRPB5687N	224200 224200	0.56 0.56	20180331 20190331	NIL	NIL			INDIAN PUBLIC
4	1201060001670851	SUBHASH CHAND MANTRI HUF	AAHS4865F	210000 210000	0.53 0.53	20180331 20190331	NIL	NIL			HINDU UNDIVIDED FAMILY HUF
5	IN30133021242430	HINA KALPRAJ DHARAMSHI	AAEPD7137P	200000 200000	0.5 0.5	20180331 20190331	NIL	NIL			INDIAN PUBLIC
6	1202810000000077	PRAGYA EQUITIES PVT LTD	AAACP3249H	0 178276	0 0.45	20180331 20181019 20181026 20190331	55150 123126	Purchase Purchase	55150 178276	0.14 0.45	OTHER BODIES CORPORATES
7	IN30133021242413	HARSHA HEMANG DHARAMSHI	AAEPD7167K	175000 175000	0.44 0.44	20180331 20190331	NIL	NIL			INDIAN PUBLIC
8	IN30133021242243	HEMANG RAICHAND DHARAMSHI	AAEPD7168G	150000 150000	0.38 0.38	20180331 20190331	NIL	NIL			INDIAN PUBLIC
9	1201130000063540	DIVYESH AMBALAL SHAH	AAFPS8205E	143000 143000	0.36 0.36	20180331 20190331	NIL	NIL			INDIAN PUBLIC
10	1203230001197128	DILIP TALAKSHI	AAIFN4109P	138395 138395	0.35 0.35	20180331 20190331	NIL	NIL			INDIAN PUBLIC

(v) *Shareholding of Directors and Key Managerial Personnel: Nil*

Sl. No.	For Each of the Directors and KMP	Shareholding at the beginning of the year as on 1 st April 2018		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	Nil			
2	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):	Nil			
3	At the End of the year	Nil			

None of the Directors and Key Managerial Personnel's of the Company hold any Shares of the Company both at the beginning of the year and at the end of the year.



V. INDEBTEDNESS

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

(Rupees in lakhs)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year as on 1st April 2018				
i) Principal Amount	--	1,49,528	11,235	1,38,293
ii) Interest due but not paid	--	-	-	-
iii) Interest accrued but not due	--	727	879	(152)
Total (i + ii + iii)	--	1,50,255	12,114	1,38,141
Change in Indebtedness during the financial year				
• Addition	--	-	12,418	(12,418)
• Reduction	--	2,136	-	2,136
Net Change		(2136)	12,418	10,282
Indebtedness at the end of the financial year as on 31st March 2019				
i) Principal Amount	--	1,47,392	23,653	1,23,739
ii) Interest due but not paid	--	727	496	231
iii) Interest accrued but not due	--	--	--	--
Total (i + ii + iii)	--	1,48,119	24,149	1,23,970

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

(In Rupees)

Sl. No.	Particulars of Remuneration	Mr. Subhankar Lahiri, Managing Director & CEO*	Total Amount
1.	Gross salary		
	a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	4783230	4783230
	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	--	--
	Total (A)	4783230	4783230
	Ceiling as per the Act*		1,20,00,000/-

*Mr Subhankar Lahiri ceased to be the Managing Director of the Company effective 1 April 2019.

Remuneration paid to the Managing Director and CEO is within the ceiling provided under applicable sections of the Companies Act, 2013

B. Remuneration to other directors:

(In Rupees)

Sl. No.	Particulars of Remuneration	Name of Directors				Total Amount
		Mr. Tanmoy Adhikary	Ms. Hamsa Vijayaraghavan			
1.	Independent Directors					
	• Fee for attending board / committee meetings	2,10,000	2,10,000			4,20,000
	• Commission					
	• Others, please specify					
	Total B(1)	2,10,000	2,10,000			4,20,000
2.	Others Non- Executive Directors	Mr. Yoshitaka Motomura	Mr. Noboru Akahane	Mr. AT Rajan		
	• Fee for attending board / committee meetings	--	--	--	--	--
	• Commission	--	--	--	--	--
	• Others, please specify					
	Total B(2)	--	--	--	--	--
	Total (B) = (1+2)					4,20,000
	Total Managerial Remuneration (Mr. Subhankar Lahiri remuneration)					4783230
	Overall Ceiling as per the Act *					1,20,00,000

* Ceiling has been calculated as per first proviso of Section II, part II of Schedule V of the Companies Act, 2013

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MANAGING DIRECTOR/MANAGER/WHOLE TIME DIRECTOR

(in Rupees)

Sl. No.	Particulars of Remuneration	Key Managerial Personnel		Total
		Mr. Manish Sehgal, Company Secretary	Mr. Ajay Mishra, Chief Financial Officer	
1	Gross salary	1885997/-	3204876/-	5090873/-
	(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	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



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

For and on behalf of Ricoh India Limited

Date: 29 November 2019
Place: Noida

Krishna Chamadia
Monitoring Agent

Subhankar Lahiri
Director & CEO