

Form No. MGT-9
EXTRACT OF ANNUAL RETURN
as on the financial year ended on 31.03.2022

[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:

CIN : U72900MH2005PLC151034
 Registration Date : 04th February 2005
 Name of the Company : Tickerplant Limited
 Category / Sub-Category of the Company : Company having Share Capital
 Address of the Registered office and contact details : FT Tower, CTS No. 256 & 257, Suren Road, Chakala, Andheri (East), Mumbai – 400093
 Tel: 022 6686 6010
 Whether listed company : No
 Name, Address and Contact details of Registrar and Transfer Agent, if any : NA

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:-

Sr. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	Income from product services (IT/ IT enabled services)	63999	94.76

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name and address of the Company	CIN/GLN	Holding/ Subsidiary/As sociate	% of shares held	Applicable Section
1	63 moons technologies limited (Formerly Financial Technologies (India) Ltd) FT Tower, CTS No. 256 & 257, Suren Road, Chakala, Andheri (East), Mumbai – 400093	L29142TN1988PLC015586	Holding	77.51	2(46)

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

i) 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									
(1) Indian									
a) Individual/ HUF	--	--	--	--	--	--	--	--	--
b) Central Govt	--	--	--	--	--	--	--	--	--
c) State Govt(s)	--	--	--	--	--	--	--	--	--
d) Bodies Corp.	0	78053638	78053638	100	930536380	-	930536380	77.51	(22.49)
e) Banks / FI	--	--	--	--	--	--	--	--	--
f) Any Other-Nominee of 63 moons technologies limited	0	6	6	0	0	60	60	0.00	-
Sub-total (A) (1):-	0	78053644	78053644	100	930536380	60	930536440	77.51	(22.49)
(2) Foreign									
a) NRIs - Individuals	--	--	--	--	--	--	--	--	--
b) Other – Individuals	--	--	--	--	--	--	--	--	--
c) Bodies Corp.	--	--	--	--	--	--	--	--	--
d) Banks / FI	--	--	--	--	--	--	--	--	--
e) Any Other....	--	--	--	--	--	--	--	--	--
Sub-total (A) (2):-	0	0	0	0	0	0	0	0	0
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	0	78053644	78053644	100	930536380	60	930536440	77.51	(22.49)
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	--	--	--	--	--	--	--	--	--
b) Banks / FI	--	--	--	--	--	--	--	--	--
c) 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):-	0	0	0	0	0	0	0	0	0

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2. Non- Institutions									
a) Bodies Corp.									
i) Indian	0	0	0	0	4,83,00,000	0	4,83,00,000	4.02	4.02
ii) Overseas	--	--	--	--	--	--	--	--	--
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	--	--	--	--	--	--	--	--	--
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	0	0	0	0	22,17,00,000	0	22,17,00,000	18.47	18.47
c) Others (specify)	--	--	--	--	--	--	--	--	--
Sub-total (B)(2):-	0	0	0	0	0	0	0	0	0
Total Public Shareholding (B)=(B)(1)+ (B)(2)	0	0	0	0	0	0	0	0	0
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	0	78053644	78053644	100	1200536380	60	1200536440	100	0

(ii) Shareholding of Promoters

Sr No.	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	63 moons technologies limited	78053638	100	--	930536380	77.51	--	0
2	P. Ramanathan*	1	0	--	10	0	--	0
3	Jatin Doshi*	1	0	--	10	0	--	0
4	Hariraj Chouhan*	1	0	--	10	0	--	0
5	Rakesh Gandhi *	1	0	--	10	0	--	0
6	Devendra Agrawal*	1	0	--	10	0	--	0
7	Sheetal Dhawan*	1	0	--	10	0	--	0

* Nominee of 63 moons technologies limited

Note: During the year the Company had subdivided its 1 Share of Face Value of Rs. 10/- each into 10 Shares of Face Value of Rs. 1/- each, keeping the share capital intact.

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

Sr. No.	Name of the Shareholder	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	63 moons technologies limited				
	At the beginning of the year	78053638	100	78053638	100
	25.10.2021 - Increase in Promoter Shareholding through Allotment	15000000	--	93053638	--
	At the End of the year (or on the date of separation, if separated during the year)	--	--	930536380*	77.51

*Note: During the year the Company had subdivided its 1 Share of Face Value of Rs. 10/- each into 10 Shares of Face Value of Rs. 1/- each, keeping the share capital intact.

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

Sr. No.	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	Shridhar P. Iyer				
	At the beginning of the year	--	--	--	--
	3 rd December, 2021 Increase in shareholding through Allotment	40000000	3.33	40000000	3.33
	At the End of the year (or on the date of separation, if separated during the year)	--	--	40000000	3.33
2	Sanjeev Jugalkishore Chirania				
	At the beginning of the year	--	--	--	--
	3 rd December, 2021 Increase in shareholding through Allotment	20900000	1.74	20900000	1.74
	At the End of the year (or on the date of separation, if separated during the year)	--	--	20900000	1.74
3	Rajiv Sanwormal Agarwal				
	At the beginning of the year	--	--	--	--
	3 rd December, 2021 Increase in shareholding through Allotment	20000000	1.67	20000000	1.67
	At the End of the year (or on the date of separation, if separated during the year)	--	--	20000000	1.67
4	Archana Agarwal				
	At the beginning of the year	--	--	--	--
	3 rd December, 2021	20000000	1.67	20000000	1.67

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	Increase in shareholding through Allotment				
	At the End of the year (or on the date of separation, if separated during the year)	--	--	20000000	1.67
5	Rajesh R Shah				
	At the beginning of the year	--	--	--	--
	3 rd December, 2021	13500000	1.12	13500000	1.12
	Increase in shareholding through Allotment				
	At the End of the year (or on the date of separation, if separated during the year)	--	--	13500000	1.12
6	Berjis Desai Capital Advisor LLP				
	At the beginning of the year	--	--	--	--
	3 rd December, 2021	12500000	1.04	12500000	1.04
	Increase in shareholding through Allotment				
	At the End of the year (or on the date of separation, if separated during the year)	--	--	12500000	1.04
7	Gautam Rasiklala Ashra				
	At the beginning of the year	--	--	--	--
	3 rd December, 2021	12000000	1.00	12000000	1.00
	Increase in shareholding through Allotment				
	At the End of the year (or on the date of separation, if separated during the year)	--	--	12000000	1.00
8	Suresh Kumar Agarwala				
	At the beginning of the year	--	--	--	--
	3 rd December, 2021	10000000	0.83	10000000	0.83
	Increase in shareholding through Allotment				
	At the End of the year (or on the date of separation, if separated during the year)	--	--	10000000	0.83
9	Burjor Phiroz Banaji				
	At the beginning of the year	--	--	--	--
	3 rd December, 2021	10000000	0.83	10000000	0.83
	Increase in shareholding through Allotment				
	At the End of the year (or on the date of separation, if separated during the year)	--	--	10000000	0.83
10	Satya Prakash Bagla				
	At the beginning of the year	--	--	--	--
	3 rd December, 2021	10000000	0.83	10000000	0.83
	Increase in shareholding through Allotment				
	At the End of the year (or on the date of separation, if separated during the year)	--	--	10000000	0.83

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(v) Shareholding of Directors and Key Managerial Personnel:

Sr. No.	For Each of the Directors and KMP	Shareholding at the beginning of the year		Cumulative Shareholding	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
-	At the beginning of the year	--	--	--	--
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	--	--	--	--
	At the End of the year (or on the date of separation, if separated during the year)	--	--	--	--

V. INDEBTEDNESS

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	--	--	--	--
ii) Interest due but not paid	--	--	--	--
iii) Interest accrued but not due	--	--	--	--
Total (i+ii+iii)	--	--	--	--
Change in Indebtedness during the financial year	--	--	--	--
Addition	--	--	--	--
Reduction	--	--	--	--
Net Change	--	--	--	--
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)	--	--	--	--

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/WTD/ Manager				Total Amount (In Rs.)
		Mr. Joseph Massey * (Managing Director and CEO)	Mr. Jigish Sonagara (Managing Director and CEO)#	Mr. Nimish Shukla (Whole-time Director)**	Mr. Rushabh Shah (Whole-time Director)#	
1	Gross salary	20,58,288	18,06,353	33,09,053	53,76,566	1,25,50,260

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	(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	4,821	--	6,706	32,400	43,927
	(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)	20,63,109	18,06,353	33,15,759	54,08,966	1,25,94,187
	Ceiling as per the Act					1,20,00,000

* Mr. Joseph Massey was appointed as Managing Director and CEO w.e.f.7th February, 2022

Mr. Jigish Sonagara was appointed as Managing Director and CEO w.e.f. 8th December 2021 and resigned on 3rd February, 2022

** Mr. Nimish Shukla was appointed as Whole-Time Director w.e.f. 8th December, 2021

\$ Ceiling is as per the Schedule V of the Act.

B. Remuneration to other directors:

Sr. no.	Particulars of Remuneration	Name of Directors		Total Amount (In Rs.)
1	Independent Directors	Mr. Krupesh Bhansali	Mr. Areyada P. Raja	
	- Fee for attending board/committee meetings	5,00,000	5,00,000	10,00,000
	- Commission	--	--	--
	- Others-Independent Directors Meeting and Remuneration	77,419	77,419	1,54,838
	Total (1)	5,77,419	5,77,419	11,54,838
2	Other Non-Executive Directors	Mr. A. Nagarajan	Justice Deepak Verma (Retd.)	
	- Fee for attending board/committee meetings	2,00,000	2,00,000	4,00,000
	- Commission	--	--	--
	- Others, please specify - Remuneration	5,86,290	13,72,581	19,58,871
	Total (2)	7,86,290	15,72,581	23,58,871
3	Other Non-Executive Directors	Mr. Ghanshyam Dass	Mr. M. L. Sharma	
	- Fee for attending board/committee meetings	--	1,00,000	1,00,000
	- Commission	--	--	--
	- Others, please specify - Remuneration	7,86,290	6,86,290	14,72,580
	Total (3)	7,86,290	7,86,290	15,72,580
4	Other Non-Executive Directors	Mr. Mukesh Joshi	Mr. P. R. Ramesh	
	- Fee for attending board/committee meetings	1,00,000	1,00,000	2,00,000
	- Commission	--	--	--
	- Others, please specify - Remuneration	6,86,290	6,86,290	13,72,580
	Total (4)	7,86,290	7,86,290	15,72,580
5	Other Non-Executive Directors	Prof. R. Vaidyanathan	Dr. R. B. Barman	
	- Fee for attending board/committee meetings	1,00,000	1,00,000	2,00,000

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	- Commission	--	--	--
	- Others, please specify - Remuneration	6,86,290	6,86,290	13,72,580
	Total (5)	7,86,290	7,86,290	15,72,580
6	Other Non-Executive Directors	Mr. Jayant Deo	--	
	- Fee for attending board/committee meetings	1,80,000	--	1,80,000
	- Commission	--	--	--
	- Others, please specify	--	--	--
	Total (6)	1,80,000	--	1,80,000
	Total (B)=(1+2+3+4+5+6)	39,02,579	45,08,870	84,11,449
	Total Managerial Remuneration	39,02,579	45,08,870	84,11,449
	Overall Ceiling as per the Act			24,00,000*

*Overall Ceiling is as per the Schedule V of the Act

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD

Sr. no.	Particulars of Remuneration	Key Managerial Personnel					Total (In Rs.)
		Joseph Massey (Chief Executive Officer)	Manjay Shah (Chief Executive Officer)#	Rakesh Gandhi (Chief Financial Officer)^	Mr. Saurav Singhania (Chief Financial Officer)*	Pranav Maru@ (Company Secretary)	
1.	Gross salary		1,53,50,374	16,27,717	7,61,717	7,87,868	1,85,54,928
	(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		27,252	--	--	--	--
	(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		1,53,77,626	16,27,717	7,61,717	7,87,868	1,85,54,928

#Mr. Manjay Shah ceased to be CEO w.e.f. 8th December 2021

^ Mr. Rakesh Gandhi was appointed as CFO w.e.f. 27th July 2021

*Mr. Saurav Singhania resigned as CFO w.e.f. 23rd July 2021

@ Mr. Pranav Maru was appointed as CS w.e.f. 20th May 2021

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

For and on behalf of the Board of Directors

Place: Mumbai
Date: 30th July, 2022

Sd/-
Joseph Massey
Managing Director and CEO
DIN: 00043586

Sd/-
Rushabh Shah
Whole-time Director
DIN: 07000730

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