

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of the Companies (Management and Administration) Rules, 2014]



Annual Return

Form language English Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

L75230BR1985PLC002083

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAECS3538A

(ii) (a) Name of the company

SECURITY AND INTELLIGENCE

(b) Registered office address

ANNAPOORNA BHAWAN,
TELEPHONE EXCHANGE ROAD, KURJI
PATNA
Bihar
800010

(c) *e-mail ID of the company

pushpalatha.k@sisindia.com

(d) *Telephone number with STD code

06122266666

(e) Website

www.sisindia.com

(iii) Date of Incorporation

02/01/1985

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

Yes No

(vi) *Whether shares listed on recognized Stock Exchange(s)

Yes No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	BSE Limited	1
2	National Stock Exchange of India Limited	1,024

(b) CIN of the Registrar and Transfer Agent

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park,
Lal Bahadur Shastri Marg, Vikhroli (West)

(vii) *Financial year From date 01/04/2018 (DD/MM/YYYY) To date 31/03/2019 (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held Yes No

(a) If yes, date of AGM

(b) Due date of AGM

30/09/2019

(c) Whether any extension for AGM granted

Yes No

(f) Specify the reasons for not holding the same

Will be held on June 28, 2019

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

2

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	N	Support service to Organizations	N4	Security and investigation activities	98.02
2	N	Support service to Organizations	N7	Other support services to organizations	1.98

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given

43

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	TECH SIS LIMITED	U75300BR2010PLC015484	Subsidiary	100
2	TERMINIX SIS INDIA PRIVATE LI +	U93000BR2011PTC017532	Subsidiary	50.01
3	SIS International Holdings Ltd		Subsidiary	100
4	SIS Asia Pacific Holdings Ltd		Subsidiary	0
5	SIS Australia Holdings Pty Ltd		Subsidiary	0
6	SIS Group International Holdin +		Subsidiary	0
7	SIS Australia Group Pty Ltd		Subsidiary	5.06
8	MSS Strategic Medical & Rescu +		Subsidiary	0
9	SIS MSS Security Holdings Pty l +		Subsidiary	0
10	MSS Security Pty Ltd		Subsidiary	0
11	Australian Security Connector +		Subsidiary	0
12	SERVICE MASTER CLEAN LIMIT +	U90001BR2009PLC014332	Subsidiary	59
13	DUSTERS TOTAL SOLUTIONS S +	U74999KA2007PTC042734	Subsidiary	93.06
14	SIS BUSINESS SUPPORT SERVIC +	U74999BR2016PTC032083	Subsidiary	100
15	SISCO SECURITY SERVICES PRIM +	U74999BR2016PTC032917	Subsidiary	100
16	SX Protective Holdings Pty Ltd		Subsidiary	0
17	MSS AJG Pty. Ltd		Subsidiary	0
18	SX Protective Services Pty. Ltd		Subsidiary	0
19	Southern Cross Protection Pty. +		Subsidiary	0
20	Southern Cross FLM Pty Ltd		Subsidiary	0
21	Southern Cross Loss Preventio +		Subsidiary	0
22	Cage Security Alarms Pty. Ltd.		Subsidiary	0
23	Cage Security Guard Services F +		Subsidiary	0
24	Eymet Security Consultants Pty +		Subsidiary	0

25	Askara Pty Ltd		Subsidiary	0
26	Charter Customer Services Pty		Subsidiary	0
27	Charter Security Protective Ser		Subsidiary	0
28	Charter Security (NZ) Pty Limit		Subsidiary	0
29	UNIQ DETECTIVE AND SECURIT	U74920KA1996PTC021045	Subsidiary	51
30	UNIQ DETECTIVE AND SECURIT	U74900TG2012PTC082851	Subsidiary	0
31	UNIQ DETECTIVE AND SECURIT	U74999TN2010PTC075571	Subsidiary	0
32	UNIQ FACILITY SERVICES PRIVA	U74999KA2016PTC094285	Subsidiary	0
33	SLV SECURITY SERVICES PRIVA	U74899DL1986PTC023599	Subsidiary	51
34	RARE HOSPITALITY AND SERVI	U15100MH1994PTC079910	Subsidiary	80
35	Platform 4 Group Limited		Subsidiary	
36	SIS Henderson Holdings Pte Lt		Subsidiary	
37	Henderson Security Services P		Subsidiary	
38	Henderson Technologies Pte L		Subsidiary	
39	SIS CASH SERVICES PRIVATE LII	U74140BR2011PTC017533	Associate	49
40	SIS PROSEGUR HOLDINGS PRIV	U74910BR2014PTC022583	Associate	0
41	SIS PROSEGUR CASH LOGISTIC	U74140BR2015PTC024309	Associate	0
42	SIS PROSEGUR ALARM MONITC	U74140BR2015PTC024604	Joint Venture	50
43	Habitat Security Pty Limited		Joint Venture	0

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	135,000,000	73,312,798	73,312,673	73,312,673
Total amount of equity shares (in Rupees)	1,350,000,000	733,127,980	733,126,730	733,126,730

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
EQUITY SHARES				
Number of equity shares	135,000,000	73,312,798	73,312,673	73,312,673
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	1,350,000,000	733,127,980	733,126,730	733,126,730

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares	Total nominal amount	Total Paid-up amount	Total premium
Equity shares				
At the beginning of the year	73,183,785	731,837,850	731,837,850	
Increase during the year	128,888	1,288,880	1,288,880	0
i. Public Issues	0	0	0	0
ii. Rights issue	0	0	0	0
iii. Bonus issue	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0

v. ESOPs	128,888	1,288,880	1,288,880	
vi. Sweat equity shares allotted	0	0	0	0
vii. Conversion of Preference share	0	0	0	0
viii. Conversion of Debentures	0	0	0	0
ix. GDRs/ADRs	0	0	0	0
x. Others, specify				
Decrease during the year	0	0	0	0
i. Buy-back of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
At the end of the year	73,312,673	733,126,730	733,126,730	
Preference shares				
At the beginning of the year	0	0	0	
Increase during the year	0	0	0	0
i. Issues of shares	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0
iii. Others, specify				
Decrease during the year	0	0	0	0
i. Redemption of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
At the end of the year	0	0	0	

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

- Nil
 [Details being provided in a CD/Digital Media] Yes No Not Applicable
- Separate sheet attached for details of transfers Yes No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting		<input type="text"/>	
Date of registration of transfer (Date Month Year)		<input type="text"/>	
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor		<input type="text"/>	
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input type="text"/>	
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year) <input type="text"/>			
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor <input type="text"/>			
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee <input type="text"/>			
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

(iv) *Indebtedness including debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	1,500	1000000	1,500,000,000
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			4,267,394,089
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			802,063,010
Deposit			0
Total			6,569,457,099

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	1,500	0	1,500
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

1

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Rupee Denominated B +	750	1000000	750,000,000	1000000	750,000,000
Total	750		750,000,000		750,000,000

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

25,035,166,516

(ii) Net worth of the Company

7,284,101,469

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity	Preference
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		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	52,700,647	71.88	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	1,800,626	2.46	0	
10.	Others	0	0	0	
	Total	54,501,273	74.34	0	0

Total number of shareholders (promoters)

10

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	1,586,678	2.16	0	
	(ii) Non-resident Indian (NRI)	46,416	0.06	0	
	(iii) Foreign national (other than NRI)	3,003,000	4.1	0	

2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	2,497	0	0	
5.	Financial institutions	286	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	4,817,763	6.57	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	2,648,264	3.61	0	
10.	Others Alternate Investment Fund: +	6,706,496	9.15	0	
	Total	18,811,400	25.65	0	0

Total number of shareholders (other than promoters)

10,446

Total number of shareholders (Promoters+Public/
Other than promoters)

10,456

VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)

Details	At the beginning of the year	At the end of the year
Promoters	10	10
Members (other than promoters)	11,327	10,446
Debenture holders	0	1

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive

A. Promoter	2	1	2	1	51.8	16.52
B. Non-Promoter	2	6	1	7	0	0
(i) Non-Independent	2	0	1	1	0	0
(ii) Independent	0	6	0	6	0	0
C. Nominee Directors representing	0	2	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	2	0	0	0	0
Total	4	9	3	8	51.8	16.52

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

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(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Ravindra Kishore Sinha	00945635	Director	29,633,656	
Rituraj Kishore Sinha	00477256	Managing Director	8,347,690	
Uday Singh	02858520	Director	362,297	
Arvind Kumar Prasad	02865273	Whole-time director	165,000	
Rita Kishore Sinha	00945652	Director	12,111,055	
Devdas Apte	03350583	Director	0	
Arun Kumar Batra	00023269	Director	869	
Amrendra Prasad Verma	00236108	Director	0	
Tirumalai Cunnavakuntala	03091352	Director	0	
Rajan Krishnanath Mediratta	07940253	Director	0	
Renu Mattoo	08050374	Director	0	
DEVESH DESAI	ACTPD4369E	CFO	338	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
BRAJESH KUMAR	ABAPK3392G	CFO	0	
PUSHPA LATHA KATK	ASKPK6744K	Company Secretar	0	

(ii) Particulars of change in director(s) and Key managerial personnel during the year

4

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
Rajan Krishnanath Med	07940253	Director	28/06/2018	Change in designation
Renu Mattoo	08050374	Director	28/06/2018	Change in designation
Jayanta Kumar Basu	01268046	Nominee director	09/10/2018	Cessation
Tarun Khanna	02306480	Alternate director	09/10/2018	Cessation

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding

B. BOARD MEETINGS

*Number of meetings held

4

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	09/05/2018	12	11	91.67
2	25/07/2018	12	10	83.33
3	24/10/2018	11	10	90.91
4	30/01/2019	11	9	81.82

C. COMMITTEE MEETINGS

Number of meetings held

9

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	09/05/2018	4	4	100
2	Audit Committee	25/07/2018	4	4	100
3	Audit Committee	24/10/2018	4	4	100
4	Audit Committee	30/01/2019	4	4	100
5	Nomination and Remuneration	09/05/2018	3	3	100
6	Nomination and Remuneration	25/07/2018	3	2	66.67
7	Nomination and Remuneration	30/01/2019	3	3	100
8	Corporate Social Responsibility	09/05/2018	3	3	100
9	Stakeholders' Meeting	09/05/2018	3	3	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
1	Ravindra Kishore	4	4	100	1	1	100	
2	Rituraj Kishore	4	4	100	0	0	0	
3	Uday Singh	4	4	100	0	0	0	
4	Arvind Kumar	4	4	100	0	0	0	
5	Rita Kishore S	4	1	25	0	0	0	
6	Devdas Apte	4	4	100	5	5	100	
7	Arun Kumar B	4	2	50	3	2	66.67	
8	Amrendra Pra	4	4	100	8	8	100	
9	Tirumalai Cun	4	4	100	7	7	100	
10	Rajan Krishna	4	4	100	6	6	100	
11	Renu Mattoo	4	3	75	1	1	100	

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Ravindra Kishore Si	Chairman	21,321,258				21,321,258
2	Rituraj Kishore Sinh	Managing Direct	8,955,392				8,955,392
3	Arvind Kumar Prasa	Director – Finan	4,963,220				4,963,220
	Total		35,239,870				35,239,870

Number of CEO, CFO and Company secretary whose remuneration details to be entered

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Devesh Desai	CFO	10,872,896				10,872,896
2	Brajesh Kumar	CFO	6,127,749				6,127,749
3	Pushpalatha K	Company Secre	3,355,202				3,355,202
	Total		20,355,847				20,355,847

Number of other directors whose remuneration details to be entered

6

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Rita Kishore Sinha	0				75,000	75,000
2	Uday Singh	0				375,000	375,000
3	Devdas Apte	0				825,000	825,000
4	Amrendra Prasad V	0				1,050,000	1,050,000
5	Tirumalai Cunnavak	0				900,000	900,000
6	Rajan Krishnanath I	0				1,125,000	1,125,000
	Total		0	0	0	4,350,000	4,350,000

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year Yes No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

Yes No

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

Whether associate or fellow Associate Fellow

Certificate of practice number

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
- (b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ... dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

DIN of the director

To be digitally signed by

- Company Secretary
- Company secretary in practice

Membership number

Certificate of practice number

Attachments

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachment(s), if any

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-
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List of attachments

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company

