ANNEXURE 2 - EXTRACT OF ANNUAL RETURN (Form No. MGT-9)

As on the financial year ended on 31.03.2015

[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 : U72900TN2012FTC086081

ii) Registration Date : 29/05/2012

iii) Name of the Company : Photon Interactive Private Limited

iv) Category / Sub-Category of the Company : Company limited by shares /

Subsidiary of Foreign Company

v) Address of the registered office and : II Floor, Block 5, DLF IT SEZ, contact details : 1/124, Mount Poonamallee Road,

Manapakkam, Chennai - 600 089

vi) Whether listed company Yes / No : No vii) Name, Address and Contact details of : N/A

Registrar and Transfer Agent, if any

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:

S. No.	Name and Description of main products / services	NIC (% to total turnover of the company		
		Group	Class	Sub-Class	
1	Information Technology & Consultancy Services	620	6201, 6209	62011, 62012, 62013, 62099	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

S. No.	Name and Address of the Company	CIN / GLN	Holding / Subsidiary / Associate	% of shares held	Applicable Section
1	M/s. Photon B V, Schiphol Boulevard 399, 1118BJ Schiphol, Netherlands	-	Holding	100	-

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 [As on 31-March-2014]				No. of Shares held at the end of the year [As on 31-March-2015]				% Change
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	during the year
A. Promoters							The state of the s		
(1) Indian									
a) Individual / HUF	-	-	-	-	-	-	-	-	-
b) Central Govt		-	-	-	-	•	•	-	-
c) State Govt(s)	-	-	-	-	-	-	-	=	-
d) Bodies Corp.	-	=	-	-	-	-	-	-	-
e) Banks / FI	-	=	-	-	-		-	-	-
f) Any other	/ -	-	-	-	-		-	-	-
Sub Total (A)(1)	-	-	-	-	-	-	-	-	-
(2) Foreign									
a) NRIs – Individuals	-	-	-	_	-	-	-	-	-
b) Other – Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	A.T.	102013195	102013195	100	-	102013195	102013195	100	-
d) Banks / FI	-	-	-	-	-	-	-	-	-
e) Any other	-	-	-	_	-	_		-	-
Sub Total (A)(2)	-	102013195	102013195	100	-	102013195	102013195	100	-
Total shareholding of Promoter (A) = (A)(1) + (A)(2)	-	102013195	102013195	100	-	102013195	102013195	100	-
B. Public Shareholding									

1. Institutions	-	-	-	-	=	•	3 0	-	-
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / Fl	\(\frac{1}{2} = 2\)	-	-	-		-	_	-	20
c) Central Govt	-	9	_	_	-	_	= 2	-	
d) State Govt(s)	-	-	NAT .	-	-	-	-	-	-
e) Venture Capital Funds	-	_	_	_	_	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs	325	-	_	-	-	-	-	-	-
h) Foreign Venture Capital Funds	ş=	-	-	-	=		-	=	100000 100000
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1)	-	-	-	-	-	-	-	-	
2. Non- Institutions									
a) Bodies Corp.									
i) Indian	-	-	-	-	-	-	-	-	-
ii) Overseas	(i=)	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	-	1	1	0.00	-	1	1	0.00	-
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	-	-	-	-	-	-	_	-	-

c) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(2)	-	1	1	0.00	-	1	1	0.00	-
Total Public Shareholding (B) = (B)(1)+ (B)(2)	-	1	1	0.00	-	1	1	0.00	-
C. Shares held by Custodian for GDRs & ADRs	-	_	-	-	-	_	-		-
Grand Total (A+B+C)	-	102013196	102013196	100	-	102013196	102013196	100	-

ii) Shareholding of Promoter

S. No	Shareholder's Name	Sharehold year	eholding at the beginning of the			Shareholding at the end of 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	lged / holding during the	
1	M/s. Photon B V	102013195	100	-	102013195	100	-	-	
2	Mr. Kuppannan Lakshminarayanan	1	0.00	E	1	0.00	-	-	

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

S.No.	Shareholding a beginning of the		Cumulative Sh the year	nareholding during	
	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company	
There has	s been no change in the Pro	moters' Sharel	nolding during	the year	

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

_		STREET, STREET	nolding at the ng of the year	Cumulative Shareholding during the year	
S. No.		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Mr. Kuppannan Lakshminarayanan	1	0%	1	0%

v) Shareholding of Directors and Key Managerial Personnel:

			ding at the of the year	Paris de	ve Shareholding ng the year
S. No	Shareholding of each Directors and each Key Managerial Personnel	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	Directors:				
1	Mr. Srinivas Balasubramanian				
	At the beginning of the year	-	-	-	-
5	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):	-	-	-	-
	At the end of the year	-	-	-	-
2	Mr. Mukund Balasubramanian				
	At the beginning of the year	-	-	-] -
	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):	-	-	-	-
	At the end of the year	-	-	-	-
3	Mrs. Latha Balasubramanian				
	At the beginning of the year	-	1.7	-	-
	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):				
	At the end of the year	-	-	_	-
	Key Managerial Personnel:				
1	Mr. Dinesh Bhutda				
	At the beginning of the year	-	-	-	-
	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):	-	-	-	-
	At the end of the year	-	-	-	-
2	Mr. Ramcharan S R				
	At the beginning of the year	-	-	-	(E)
	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):	-	-	40	-
	At the end of 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
-		-	-
(C =	S -0 3	-	-
n=	3=0	-	-
% =		-	-
-	-	-	<u> </u>
-	.=	-	-
-	-	-	-
-	-	-	-
-	-	-	-
-	-	-	
	excluding deposits	excluding deposits	excluding deposits Unsecured Loans Deposits - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - -

i) Principal Amount	-	378	-	-
ii) Interest due but not paid	-		-	5.
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:

(Rs. In Lakhs)

S. No	Particulars of Remuneration	Name of MD/WTD/ N	Total Amount	
		Srinivas Balasubramanian	Mukund Balasubramanian	
1	Gross salary:	47 38.46	-	-
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	30.795	26.835	57.63
	(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	-	-	(4)
5	Others, please specify	-	.	-
	Total (A)	30.795	26.835	57.63
	Ceiling as per the Act	<u>-</u>		1040

B. Remuneration to other directors

S.No	Particulars of Remuneration	Name of the Directors	Total Amount
	Independent Directors		
1	Fee for attending board and committee meetings	-	-
1.1	Commission		-
	Others, please specify	-	-
	Total (1)	-	-

2	Other Non-Executive Directors		
	Fee for attending board and committee meetings	-	-
	Commission	-	-
	Others, please specify	-	-
	Total (2)	-	-
	Total (B)=(1+2)	-	7.20
	Total Managerial Remuneration	-	Э
	Overall Ceiling as per the Act	-	-

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

S. No.	Particulars of Remuneration	Key Managerial Personnel		
		CFO	CS	Total
	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	26.605	31.335	57.940
1	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	10.5	-	-
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-	-
2	Stock Option	R2	2	-
3	Sweat Equity	-	=	-
4	Commission	-	-	n <u>=</u>
	- as % of profit	# <u>#</u>	=	1/2
	Others, specify	-	-	-
5	Others, please specify	-	=	-
	Total	26.605	31.335	57.940

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Туре	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	2	12	-		-
Punishment	= 1	-	2	(144)	-
Compounding	= 1	=	2	(a)	_
B. DIRECTOR	S			200-2200	
Penalty	-	-	ě	2 <u>4</u>	-
Punishment	-	-	Ī	-	4
Compounding	=	-	=	-	1 4
C. OTHER OF	FICERS IN DEFA	ULT	7000000		
Penalty	-	1.5	=	-	-
Punishment	-	-	-	(E)	-
Compounding	-	3.5	-	-	-

Date: 03.09.2015 Place: Chennai

On Behalf of the Board,

Srinivas Balasubramanian

Chairman