

Annexure [D] to Board's Report

Extract of Annual Return as at 31 March 2020, Form No. MGT-9

[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	L72200TG2003PLC041860
ii) Registration Date	13.10.2003
iii) Name of the Company	GSS Infotech Limited
iv) Category/Sub-Category of the Company	Public Company Limited by shares

v) Address of the Registered Office and Contact Details:

Company Name	GSS Infotech Limited
Address	Ground Floor, Wing-B, N heights, Plot No. 12, TSIIC Software Units Layout, Madhapur, Serilingampally Mandal, Rangareddy District Hyderabad – 500081 Telangana State, India
Telephone with STD Area Code Number	+91 40 4455 66 00
Email Address	company.secretary@gssinfotech.com
Website, if any	www.gssinfotech.com

vi) Whether shares listed on recognized Stock Exchange(s): Yes

Details of the Stock Exchanges where shares are listed:		
Sr. No.	Stock Exchange	Name Code
1.	BSE Limited (BSE)	532951
2.	The National Stock Exchange of India Limited (NSE)	GSS

vii) Name and Address of Registrar & Transfer Agents (RTA):

Name of Registrar & Transfer Agents	Bigshare Services Private Limited
Address	E-2 & 3, Ansa Industrial Estate, Sakivihar Road, Saki Naka, Andheri (E), Mumbai, 400 072, Maharashtra, India
Pin Code	400 072
Telephone with STD Area Code Number	+91 22 40430200
Fax Number	+91 22 28475207
Email Address:	prabhakar@bigshareonline.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of your company shall be stated:

Name and Description of main products/services	NIC Code of the Product/service	% to total turnover of the company
Computer programming, consultancy and related activities	620	100.00

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

[No.of Companies for which information is being filled-7]

Sr. No.	Name and address of the Company	Company Identification Number / Global Location Number	Holding/ Subsidiary / Associate	% of Shares Held	Applicable Section of Companies Act, 2013
1	GSS IT Solutions Private Limited Ground Floor, Wing-B, N heights, Plot No. 12, TSIIC Software Units Layout, Madhapur, Serilingampally Mandal, Rangareddy District Hyderabad – 500081 Telangana State, India	CIN:U72400TG2009PTC06451 4	Subsidiary	100	2(87)
2	GSS Healthcare IT Solutions Private Limited Ground Floor, Wing-B, N heights, Plot No. 12, TSIIC Software Units Layout, Madhapur, Serilingampally Mandal, Rangareddy District Hyderabad – 500081 Telangana State, India	CIN:U72200TG2013PTC08922 9	Subsidiary	100	2(87)
3	GSS Infotech Inc (Delaware) 2050 Brunswick Plaza, Route 27, Ste#201, North Brunswick, NJ 08902	Federal Id: 27-2907139	Subsidiary	100	2 (87)
4	GSS Infotech CT Inc (Formerly System Dynamix Corporation) 2842 Main Street Ste#164, Glastonbury, CT 06033	Federal Id: 06-1432821	Subsidiary	100	2 (87)
5	Technovant Inc 2050 Brunswick Plaza, Route 27, Ste#201, North Brunswick, NJ 08902	Federal Id: 20-0398637	Subsidiary	100	2 (87)
6	Infovision Technologies Inc 2050 Brunswick Plaza, Route 27, Ste#201, North Brunswick, NJ 08902	Federal Id: 20-3731391	Subsidiary	100	2 (87)
7	Infovista Technologies Inc 2050 Brunswick Plaza, Route 27, Ste#201, North Brunswick, NJ 08902	Federal Id: 20-8455186	Subsidiary	100	2 (87)
8	Nexii Labs Inc 15, New England Executive Park Burlington, Massachusetts, MA 01803	Federal Id: 00-1098947	Subsidiary	100	2 (87)

M. SHAREHOLDING PATTERN (Equity share capital break-up as percentage to total equity)

A. Category-wise Shareholding:

GSS INFOTECH LIMITED										
Statement Showing Shareholding Pattern										
	Category of Shareholder	No. of Shares held at the beginning of the year:				No. of Shares held at the end of the year				% Change
		Demat	Physical	Total Shares	Total %	Demat	Physical	Total Shares	Total %	
(A) Shareholding of Promoter and Promoter's Indian										
(a)	INDIVIDUAL / HUF									
		2171992	0	2171992	12.82	2171992	0	2171992	12.82	0.00
(b)	Central / State government(s)									
		0	0	0	0.00	0	0	0	0.00	0.00
(c)	BODIES CORPORATE									
		0	0	0	0.00	0	0	0	0.00	0.00
(d)	FINANCIAL INSTITUTIONS /									
		0	0	0	0.00	0	0	0	0.00	0.00
(e)	ANY OTHERS (Specify)									
(i)	GROUP COMPANIES	0	350000	350000	2.07	200	350000	350200	2.07	0.00
(ii)	DIRECTORS RELATIVES	0	0	0	0.00	0	0	0	0.00	0.00
	SUB TOTAL (A)(1) :	2171992	350000	2521992	14.89	2172192	350000	2522192	14.89	0.00
Foreign										
(a)	BODIES CORPORATE									
		0	0	0	0.00	0	0	0	0.00	0.00
(b)	INDIVIDUAL									
		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									
		0	0	0	0.00	0	0	0	0.00	0.00
(e)	ANY OTHERS (Specify)									
		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 holding for promoters										
	(A)=(A)(1) + (A)(2)	2171992	350000	2521992	14.89	2172192	350000	2522192	14.89	0.00

(B) Public shareholding										
Institutions										
(a)	Central / State government(s)	0	0	0	0.00	0	0	0	0.00	0.00
(b)	FINANCIAL INSTITUTIONS /	886820	0	886820	5.24	801613	0		4.73	(0.50)
(c)	MUTUAL FUNDS / UTI	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
(e)	INSURANCE COMPANIES	0	0	0	0.00	0	0	0	0.00	0.00
(f)	FIIS	0	0	0	0.00	0	0	0	0.00	0.00
(g)	FOREIGN VENTURE CAPITAL	0	0	0	0.00	0	0	0	0.00	0.00
(h)	QUALIFIED FOREIGN INVESTOR	0	0	0	0.00	0	0	0	0.00	0.00
(i)	ANY OTHERS (Specify)	0	0	0	0.00	0	0	0	0.00	0.00
(j)	FOREIGN PORTFOLIO INVESTOR	3549275	0	3549275	20.96	3271186	0	3271186	19.31	(1.64)
(k)	ALTERNATE INVESTMENT FUND	0	0	0	0.00	0	0	0	0.00	0.00
	SUB TOTAL (B)(1) :	4436095	0	4436095	26.19	4072799	0	4072799	24.05	(2.15)
Non-institutions										
(a)	BODIES CORPORATE	4450241	0	4450241	26.28	1425227	0	1425227	8.41	(17.86)
(b)	INDIVIDUAL									
(i)	(CAPITAL UPTO TO Rs. 1 Lakh)	1877728	1	1877729	11.09	2212295	1	2212296	13.06	1.98
(ii)	(CAPITAL GREATER THAN Rs. 1	1196876	0	1196876	7.07	3321202	0	3321202	19.61	12.54
(c)	ANY OTHERS (Specify)									
(i)	HINDU UNDIVIDED FAMILY	210627	0	210627	1.24	691234	0	691234	4.08	2.84
(ii)	TRUSTS	0	0	0	0.00	0	0	0	0.00	0.00
(iii)	CLEARING MEMBER	1283213	0	1283213	7.58	1694465	0	1694465	10.00	2.43
(iv)	NON RESIDENT INDIANS (NRI)	5574	0	5574	0.03	0	0	0	0.00	(0.03)
(v)	NON RESIDENT INDIANS (REPAT)	23680	0	23680	0.14	33646	0	33646	0.20	0.06
(vi)	NON RESIDENT INDIANS (NON	904493	0	904493	5.34	937459	0	937459	5.54	0.19
(vii)	DIRECTORS RELATIVES	0	0	0	0.00	0	0	0	0.00	0.00
(viii)	EMPLOYEE	0	0	0	0.00	0	0	0	0.00	0.00
(ix)	OVERSEAS BODIES CORPORATES	0	0	0	0.00	0	0	0	0.00	0.00
(x)	UNCLAIMED SUSPENSE	0	0	0	0.00	0	0	0	0.00	0.00
(xi)	IEPF	23823	0	23823	0.14	23823	0	23823	0.14	0.00
(d)	QUALIFIED FOREIGN INVESTOR	0	0	0	0.00	0	0	0	0.00	0.00
(e)	NBFCs registered with RBI	2500	0	2500	0.01	2500	0	2500	0.01	0.00
	SUB TOTAL (B)(2) :	9978755	1	9978756	58.92	10341851	1	10341852	61.06	2.14
Total Public Shareholding										
	(B)=(B)(1) + (B)(2)	14414850	1	14414851	85.11	14414650	1	14414651	85.11	(0.00)

(C) Shares held by Custodians and against which										
(a)	SHARES HELD BY CUSTODIANS	0	0	0	0.00	0	0	0	0.00	0.00
(i)	Promoter and Promoter Group	0	0	0	0.00	0	0	0	0.00	0.00
(ii)	Public	0	0	0	0.00	0	0	0	0.00	0.00
	SUB TOTAL (C)(1) :	0	0	0	0.00	0	0	0	0.00	0.00
	(C)=(C)(1)		0		0.00	0	0	0	0.00	0.00
	Grand Total (A) + (B) + (C)	16586842	350001	16936843	100.00	16586842	350001	16936843	100.00	0.00

NOTES :

1) NAME,NUMBER OF SHARES HELD & PERCENTAGE OF ENTITIES / PERSONS HOLDING MORE THAN 1% OF THE TOTAL SHARES OF THE COMPANY IS AS PER ANNEXURE

B. Shareholding of Promoters and Promoter Group:

Sr. No.	Shareholder's Name	No. of shares held at the beginning of the year (As on 01.04.2019)			No. of shares held at the end of the year (As on 31.03.2020)			% change during the year
		No. of Shares	% of total Shares of the Company	% of Shares of Pledged/encumbered to total shares*	No. of Shares	% of total Shares of the Company	% of Shares of Pledged/encumbered to total shares*	
1.	Mr. Bhargav Marepally	4,992	0.03	0.00	4,992	0.03	0.00	-
2.	Mrs. Jhansi Laxmi Yerramsetti	29,198	0.17	-	29,198	0.17	-	-
3.	Mr. Raghunadha Rao Marepally	2,137,793	12.62	0.00	2,137,793	12.62	-	-
4.	Mrs. Madhavi Latha Marepally	9	0.00	0.00	9	0.00	0.00	-
5.	Mrs. G. Vijayakumari	-	-	0.00	-	-	-	-
6.	Mr. Sivaranga Rao Yarramsetty	-	-	0.00	-	-	0.00	-
	TOTAL	2,171,992	12.82	0.00	2,171,992	12.82	0.00	-

*The % of shares pledged/encumbered represents % of shares pledged/encumbered as a % of the total shares of the Promoter and Promoter Group Holding

The term "encumbrance" has the same meaning as assigned to it in regulation 28(3) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

C Change in Promoters' and Promoter Group shareholding:

Sr. No.	Shareholder's Name	Shareholding		Date*	Increase/ (Decrease) in shareholding	Reason	Cumulative Shareholding during the year (01.04.19 to 31.03.2020)	
		No. of Shares at the beginning (01.04.2019)/ end of the year (31.03.2020)	% of total Shares of the Company				No. of Shares	% of total Shares of the Company
1.	Mr. Bhargav Marepally	4,992	0.03	-	-	-	4,992	0.03
2.	Mrs. Jhansi Laxmi Yerramsetti	29,198	0.17	-	-	-	29,198	0.17
3.	Mr. Raghunadha Rao Marepally	2,137,793	12.62	-	-	-	2,137,793	12.62
4.	Mrs. Madhavi Latha Marepally	9	0.00	-	-	-	-	-
5.	Mrs. G. Vijayakumari	-	-	-	-	-	-	-
6.	Mr. Sivaranga Rao Yarramsetty	-	-	-	-	-	-	-

* Date of transfer has been considered from the holding statements provided by depositories to the Company

D. Shareholding pattern of Top Ten shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

Sr. No.	Shareholder's Name	Shareholding		Date*	Increase/ (Decrease) in shareholding	Reason	Cumulative Shareholding during the year (01.04.19 to 31.03.2020)	
		No. of Shares at the beginning (01.04.2019)/ end of the year (31.03.2020)	% of total Shares of the Company				No. of Shares	% of total Shares of the Company
1.	ASPIRE EMERGING FUND	9,52,486	5.62	01.04.2019	-	-	-	-
		9,52,486	5.62	31.03.2020	-	-	-	-
2.	RAISONNEUR CAPITAL LTD	8,00,000	4.72	01.04.2019	-	-	-	-
		8,00,000	4.72	31.03.2020	-	-	-	-
3.	Elara India Opportunities Fund	7,91,700	4.67	01.04.2019	-	-	-	-
		7,91,700	4.67	31.03.2020	-	-	-	-
4.	Swing Infraspac Private Limited.	7,43,725	4.39					
			-	10-01-2020	-5	Sale		
		7,43,721	4.39	06-03-2020	-1	Sale	-6	-
5.	Nomura Singapore Limited	700,000	4.13	01.04.2019	-	-	-	-
		700,000	4.13	31.03.2020	-	-	-	-
6.	Shriram Insight Share Brokers Ltd.	736301	4.35	10-01-20	45070	Purchase		
		729301	4.31	17-01-2020	-52070	Sale	-7000	-0.04
				24-01-2020	10050	Purchase		
				31-01-2020	-10050	Sale		
7.	Ambika Kapur	654534	3.86	01.04.2019	-	-	-	-
		654534	3.86	31.03.2020	-	-	-	-
8.	Margi Jigneshbhai Shah	422403	2.49	01.04.2019	-	-	-	-
		422403	2.49	31.03.2020	-	-	-	-
9.	United India Insurance Company Limited	407603	2.41	01.04.2019	-	-	-	-
		407603	2.41	31.03.2020	-	-	-	-
10.	General Insurance Corporation of India	393992	2.33	01.04.2019	-	-	-	-
		393992	2.33	31.03.2020	-	-	-	-

*Date of transfer has been considered as the date on which the beneficiary position was provided by the Depositories to the Company.

E. Shareholding of Directors and Key Managerial Personnel:

Sr. No.	Name of Directors and Key Managerial Personnel	Shareholding		Date*	Increase/ (Decrease in shareholding)	Reason	Cumulative Shareholding during the year (01.04.19 to 31.03.20)	
		No. of shares at the beginning of the year (01.04.19)/end of the year (31.03.20)	% of total shares of the Company				No. of shares	% of total shares of the Company
1.	Mr. Bhargav Marepally	4,992	0.03	NA	NIL	NA	4,992	0.03
2.	Mrs. Nagajayanthi Das Juttur Ragavendra	NIL	NIL	NA	NIL	NA	NIL	NIL
3.	Mr. Prabhakara Rao Alokam	NIL	NIL	NA	NIL	NA	NIL	NIL
4.	Mr. L.G. Padmarao	NIL	NIL	NA	NIL	NA	NIL	NIL
5.	Mr. Rambabu Sampangi Kaipa	NIL	NIL	NA	NIL	NA	NIL	NIL
6.	Mr. Saikiran Gundu	NIL	NIL	NA	NIL	NA	NIL	NIL

Key Managerial Personnel

1.	Mr. Ravi Kumar Jatavallabha Vishnubhatla	NIL	NIL	NA	NIL	NA	NIL	NIL
2.	Mohammad Anwar ul haq Abdul Mannan	NIL	NIL	NA	NIL	NA	NIL	NIL
3.	Ms. Amrita Singh	NIL	NIL	NA	NIL	NA	NIL	NIL

Notes: *Date of transfer has been considered as the date on which the beneficiary position was provided by the Depositories to the Company.

V. INDEBTEDNESS

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

Particulars	Secured Loans (excluding deposits)	Unsecured Loans	Deposits	Total indebtedness
Indebtedness at the beginning of the financial year (As at 01.04.2019)				
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 (As at 31.03.2020)				
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:

(Amount in `)

Sr. No.	Particulars of Remuneration	Name of the Managing Director
		Mr. Bhargav Marepally*
1.	Gross salary (excluding Commission) (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	-
3.	Sweat Equity	-
4.	Commission - as % of profit	- -
5.	Others - Employer contribution to provident and other funds	-
	Total	Nil

* The Information provided is on **standalone** basis

B. Remuneration to other Directors:**(Amount in Rs)**

1. Independent Directors:					
	Name of Director	Fee for attending Board/ committee meetings	Commission	Others	Total
	Mrs. Nagajayanthi Das Juttur Ragavendra	1,05,000	-	-	1,05,000
	Mr. Prabhakara Rao Alokam	1,05,000	-	-	1,05,000
	Mr. LGS Padmarao	85,000	-	-	85,000
	Total (1)	2,95,000	-	-	2,95,000
2. Non-Executive/Promoter Directors:					
	Mr. Bhargav Marepally	-	-	-	-
	Mr. Rambabu Kaipa	60,000	--	-	60,000
	Mr. Saikiran Gundu	20,000	-	-	20,000
	Total (2)	80,000	-	-	80,000
	Total (1+2)	80,000	-	-	80,000

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD:**(Amount in Rs)**

Sr.No	Particulars of Remuneration	Company Secretary	CFO
1.	Gross salary	3,60,525	47,64,562
	(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		-
3.	Sweat Equity		-
4.	Commission - as % of profit		-
5.	Others - Contribution to Provident and other funds		3,60,000
	Total	3,60,525	51,24,562

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES (under the Companies Act, 2013):

No penalties/punishment/compounding of offences were levied under the Companies Act, 2013.