

**FORM No.MGT-9**  
**EXTRACT OF ANNUAL RETURN**

As on the financial year ended on 31<sup>st</sup> 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:**

CIN	L72200PN1988PLC068972
Registration Date	07/11/1988
Name of the Company	Indo Count Industries Limited
Category/ Sub-Category of the Company	Company having share capital
Address of the Registered office and contact details	Office No. 1, Village Alte, Kumbhoj Road, Taluka Hatkanangale, Kolhapur, Maharashtra- 416109 Phone: 91-230-2463100/2461929
Whether listed Company	Yes
Name, Address and Contact details of Registrar and Transfer Agent, if any	Link Intime India Private Limited C-101, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West), Mumbai – 400 078 Phone No: 022-49186270 Fax No: 022-49186060 Email: <a href="mailto:rnt.helpdesk@linkintime.co.in">rnt.helpdesk@linkintime.co.in</a> Website : <a href="http://www.linkintime.co.in">www.linkintime.co.in</a>

**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	Manufacture of bedding, quilts, pillows and sleeping bags etc.	13924	92.04

\* As per National Industrial Classification 2008 list.

**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 of the Companies Act, 2013
1	Pranavaditya Spinning Mills Limited Office No. 2, Plot No. 266, Village Alte, Kumbhoj Road, Taluka Hatkanangale, Dist. Kolhapur- 416109, Maharashtra	L17119PN1990PLC058139	Subsidiary	74.53%	2(87)
2	Indo Count Retail Ventures Private Limited Office No.4, G.No.280/2, At Post Alte, Plot No.266, Taluka Hatkanangale, Dist Kolhapur- 416112, Maharashtra	U52100PN2016PTC158599	Subsidiary	82.50%	2(87)
3	Indo Count Global Inc. Suite# 1019,The Textile Building, 295, Fifth Avenue, New York, NY 10016	EIN 38-3830098	Subsidiary	100%	2(87)

### 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 of the Companies Act, 2013
4	Indo Count UK Ltd 1, Doughty Street, London WC1N2PH United Kingdom	9146756	Subsidiary	100%	2(87)
5	Indo Count Australia Pty Ltd Unit-1, 653-657 Mountain Highway, Bayswater VIC 3153, Australia.	600 172 334	Subsidiary	100%	2(87)
6	Indo Count Global DMCC (Formerly known as Hometex Global DMCC) Unit No: 2105, Platinum Tower, Jumeirah Lakes Towers, Dubai, UAE	DMCC99185	Subsidiary	100%	2(87)

### IV. SHAREHOLDING PATTERN(Equity Share Capital Breakup as percentage of Total Equity)

#### (i) Category-wise Share Holding

Category of Shareholder	No. of Shares of Face value of ₹2/- each held at the beginning of the year (As on 01-04-2018)				No. of Shares of Face value of ₹2/- each held at the end of the year (As on 31-03-2019)				% Change during the year
	Demat	Physical	Total	% of Shares	Demat	Physical	Total	% of Shares	
<b>A. Promoters</b>									
<b>(1) Indian</b>									
a) Individuals/HUF	19042965	0	19042965	9.65	18350115	0	18350115	9.30	(0.35)
b) Central Government	0	0	0	0.00	0	0	0	0.00	0.00
c) State Government(s)	0	0	0	0.00	0	0	0	0.00	0.00
d) Bodies Corporate	35301330	0	35301330	17.88	35301330	0	35301330	17.88	0.00
e) Banks/Financial Institutions	0	0	0	0.00	0	0	0	0.00	0.00
f) Any other	0	0	0	0.00	0	0	0	0.00	0.00
<b>Sub Total (A)(1)</b>	<b>54344295</b>	<b>0</b>	<b>54344295</b>	<b>27.53</b>	<b>53651445</b>	<b>0</b>	<b>53651445</b>	<b>27.18</b>	<b>(0.35)</b>
<b>2) Foreign</b>									
a) NRIs- Individuals	0	0	0	0.00	692850	0	692850	0.35	0.35
b) Other – Individual	0	0	0	0.00	0	0	0	0.00	0.00
c) Bodies Corporate	62002455	0	62002455	31.41	62002455	0	62002455	31.41	0.00
d) Banks/Financial Institutions	0	0	0	0.00	0	0	0	0.00	0.00
e) Any other	0	0	0	0.00	0	0	0	0.00	0.00
<b>Sub Total (A)(2)</b>	<b>62002455</b>	<b>0</b>	<b>62002455</b>	<b>31.41</b>	<b>62695305</b>	<b>0</b>	<b>62695305</b>	<b>31.76</b>	<b>0.35</b>
<b>Total Shareholding of Promoter and Promoter Group (A) = (A)(1)+(A)(2)</b>	<b>116346750</b>	<b>0</b>	<b>116346750</b>	<b>58.94</b>	<b>116346750</b>	<b>0</b>	<b>116346750</b>	<b>58.94</b>	<b>0.00</b>
<b>B. Public Shareholding</b>									
<b>1) Institutions</b>									
a) Mutual Funds / UTI	3509216	107000	3616216	1.83	504000	107000	611000	0.31	(1.52)
b) Banks/Financial Institutions	266193	37350	303543	0.15	105093	37350	142443	0.07	(0.08)
c) Central Government	0	0	0	0.00	0	0	0	0.00	0.00
d) State Government	0	0	0	0.00	0	0	0	0.00	0.00
e) Foreign Institutional/ Portfolio Investors	15148927	0	15148927	7.67	18153081	0	18153081	9.20	1.53
f) Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
g) Insurance Companies	0	0	0	0.00	0	0	0	0.00	0.00

Category of Shareholder	No. of Shares of Face value of ₹2/- each held at the beginning of the year (As on 01-04-2018)				No. of Shares of Face value of ₹2/- each held at the end of the year (As on 31-03-2019)				% Change during the year
	Demat	Physical	Total	% of Shares	Demat	Physical	Total	% of Shares	
h) Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
i) Any other									
Alternate Investment Funds	0	0	0	0.00	367630	0	367630	0.19	0.19
<b>Sub Total (B)(1)</b>	<b>18924336</b>	<b>144350</b>	<b>19068686</b>	<b>9.65</b>	<b>18308574</b>	<b>144350</b>	<b>18906574</b>	<b>9.77</b>	<b>0.12</b>
<b>2) Non-Institutions</b>									
<b>a) Bodies Corporate</b>									
i) Indian	14982472	70340	15052812	7.63	13130314	58340	13188654	6.68	(0.95)
ii) Overseas	0	0	0	0.00	0	0	0	0.00	0.00
<b>b) Individuals</b>									
i. Individual Shareholders holding nominal share capital up to ₹1 lakh	26574859	5347230	31922089	16.17	25145155	4902502	30047657	15.22	(0.95)
ii. Individual shareholders holding nominal share capital in excess of ₹1 lakh	9179064	0	9179064	4.65	12644031	0	12644031	6.41	1.76
<b>c) Any other (specify)</b>									
(c-i) Trusts	2200	0	2200	0.00	3000	0	3000	0.00	0.00
(c-ii) Foreign Nationals	500	0	500	0.00	400	0	400	0.00	0.00
(c-iii) Hindu Undivided Family	1457430	0	1457430	0.74	1389330	0	1389330	0.70	(0.04)
(c-iv) Non Resident Indians (Non-Repat)	865439	43000	908439	0.46	806313	43000	849313	0.43	(0.03)
(c-v) Non Resident Indians (Repat)	2360140	0	2360140	1.20	2549432	0	2549432	1.29	0.09
(c-vi) Clearing Member	1101560	0	1101560	0.56	600029	0	600029	0.30	(0.26)
(c-vii) NBFCs registered with RBI	0	0	0	0.00	506920	0	506920	0.26	0.26
<b>Sub Total (B)(2)</b>	<b>56523664</b>	<b>5460570</b>	<b>61984234</b>	<b>31.41</b>	<b>56774924</b>	<b>5003842</b>	<b>61778766</b>	<b>31.29</b>	<b>(0.12)</b>
<b>Total Public Shareholding (B) = (B)(1) + (B)(2)</b>	<b>75448000</b>	<b>5604920</b>	<b>81052920</b>	<b>41.06</b>	<b>75904728</b>	<b>5148192</b>	<b>81052920</b>	<b>41.06</b>	<b>0.00</b>
<b>C. Shares held by Custodians for GDRs and ADRs</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
<b>Grand Total (A+B+C)</b>	<b>191794750</b>	<b>5604920</b>	<b>197399670</b>	<b>100.00</b>	<b>192251478</b>	<b>5148192</b>	<b>197399670</b>	<b>100.00</b>	<b>0.00</b>

(ii) Shareholding of Promoters

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year (As on 01-04-2018)			Shareholding at the end of the Year (As on 31-03-2019)			% change in Share holding during the Year
		No. of Shares of face value of ₹2/- each	%of total Shares of the company	% of Shares Pledged/ encumbered to total shares	No. of Shares of face value of ₹2/- each	% of total Shares of the Company	% of Shares Pledged/ encumbered to total shares	
1	Anil Kumar Jain	1867555	0.95	0.00	1867555	0.95	0.00	0.00
2	Gayatri Devi Jain	6685855	3.39	0.00	6685855	3.39	0.00	0.00
3	Mohit Jain	692850	0.35	0.00	692850	0.35	0.00	0.00
4	Shikha Jain	5248825	2.66	0.00	5248825	2.66	0.00	0.00
5	Shivani Patodia	2173750	1.10	0.00	2173750	1.10	0.00	0.00
6	Neha Singhvi	2279130	1.15	0.00	2279130	1.15	0.00	0.00
7	Sunita Jaipuria	20000	0.01	0.00	20000	0.01	0.00	0.00
8	Anil Kumar Jain (HUF)	75000	0.03	0.00	75000	0.03	0.00	0.00
9	Margo Finance Ltd.	1520020	0.77	0.00	1520020	0.77	0.00	0.00
10	Rini Investment and Finance Pvt. Ltd.	119100	0.06	0.00	119100	0.06	0.00	0.00
11	Indo Count Securities Ltd.	31041385	15.73	0.00	31041385	15.73	0.00	0.00
12	Sandridge Investments Limited	62002455	31.41	0.00	62002455	31.41	0.00	0.00
13	Yarntex Exports Ltd.	2312500	1.17	0.00	2312500	1.17	0.00	0.00
14	Slab Promoters Pvt Ltd	308325	0.16	0.00	308325	0.16	0.00	0.00
	<b>Total</b>	<b>116346750</b>	<b>58.94</b>	<b>0.00</b>	<b>116346750</b>	<b>58.94</b>	<b>0.00</b>	<b>0.00</b>

iii) Change in Promoters' Shareholding

Sl. No.	Name of Shareholders	Shareholding at the beginning of the year as on 01.04.2018		Date wise increase/decrease in shareholding during the year specifying the reason for increase/decrease (e.g. allotment/ transfer/ bonus / sweat equity etc):			Cumulative shareholding during the year		Shareholding at the end of the year as on 31.03.2019	
		No. of Shares of face value of ₹2/- each	% of total shares of the Company	Date	No. of Shares	Reason	No. of Shares of face value of ₹2/- each	% of total shares of the Company	No. of Shares of face value of ₹2/- each	% of total shares of the Company
1	Anil Kumar Jain	1867555	0.95	NIL	NIL	NIL	1867555	0.95	1867555	0.95
2	Gayatri Devi Jain	6685855	3.39	NIL	NIL	NIL	6685855	3.39	6685855	3.39
3	Mohit Jain	692850	0.35	NIL	NIL	NIL	692850	0.35	692850	0.35
4	Shikha Mohit Jain	5248825	2.66	NIL	NIL	NIL	5248825	2.66	5248825	2.66
5	Shivani Patodia	2173750	1.10	NIL	NIL	NIL	2173750	1.10	2173750	1.10
6	Neha Singhvi	2279130	1.15	NIL	NIL	NIL	2279130	1.15	2279130	1.15
7	Sunita Jaipuria	20000	0.01	NIL	NIL	NIL	20000	0.01	20000	0.01
8	Anil Kumar Jain (HUF)	75000	0.03	NIL	NIL	NIL	75000	0.03	75000	0.03
9	Margo Finance Ltd	1520020	0.77	NIL	NIL	NIL	1520020	0.77	1520020	0.77
10	Rini Investment and Finance Pvt. Ltd.	119100	0.06	NIL	NIL	NIL	119100	0.06	119100	0.06
11	Indo Count Securities Ltd.	31041385	15.73	NIL	NIL	NIL	31041385	15.73	31041385	15.73
12	Sandridge Investments Limited	62002455	31.41	NIL	NIL	NIL	62002455	31.41	62002455	31.41

Sl. No.	Name of Shareholders	Shareholding at the beginning of the year as on 01.04.2018		Date wise increase/decrease in shareholding during the year specifying the reason for increase/decrease (e.g. allotment/ transfer/ bonus / sweat equity etc):			Cumulative shareholding during the year		Shareholding at the end of the year as on 31.03.2019	
		No. of Shares of face value of ₹2/- each	% of total shares of the Company	Date	No. of Shares	Reason	No. of Shares of face value of ₹2/- each	% of total shares of the Company	No. of Shares of face value of ₹2/- each	% of total shares of the Company
13	Yarntex Exports Ltd.	2312500	1.17	NIL	NIL	NIL	2312500	1.17	2312500	1.17
14	Slab Promoters Pvt Ltd	308325	0.16	NIL	NIL	NIL	308325	0.16	308325	0.16

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

Sl. No.	Name of Shareholders	Shareholding at the beginning of the year as on 01.04.2018		Date wise increase/decrease in shareholding during the year specifying the reason for increase/decrease (e.g. allotment/ transfer/ bonus / sweat equity etc):			Cumulative shareholding during the year		At the end of the year (or on the date of separation, if separated during the year) as on 31.03.2019	
		No. of Shares of face value of ₹2/- each	% of total shares of the Company	Date	No. of Shares	Reason	No. of Shares	% of total shares of the Company	No. of Shares of face value of ₹2/- each	% of total shares of the Company
1	Elm Park Fund Ltd.	5170955	2.62	NIL	NIL	NIL	5170955	2.62	5170955	2.62
2	Long Term India Fund	1961000	0.99	06.04.2018	283000	Purchase	2244000	1.14		
				06.07.2018	326216	Purchase	2570216	1.30		
				13.07.2018	385971	Purchase	2956187	1.50		
				20.07.2018	125813	Purchase	3082000	1.56		
				30.11.2018	145600	Purchase	3227600	1.64		
				07.12.2018	61341	Purchase	3288941	1.67		
				01.03.2019	1736059	Purchase	5025000	2.55	5025000	2.55
3	National Westminster Bank Plc as Trustee of the Jupiter India Fund	3210371	1.63	06.04.2018	36621	Purchase	3246992	1.64	3246992	1.64
4	Uniworth Finance and Securities Pvt Ltd	2866317	1.45	NIL	NIL	NIL	2866317	1.45	2866317	1.45
5	Mukul Agrawal	1100000	0.56	04.05.2018	115000	Purchase	1215000	0.62		
				11.05.2018	35000	Purchase	1250000	0.63		
				22.06.2018	50000	Purchase	1300000	0.66		
				07.09.2018	99880	Purchase	1399880	0.71		
				14.09.2018	120	Purchase	1400000	0.71		
				12.10.2018	100000	Purchase	1500000	0.76		
				22.02.2019	100000	Purchase	1600000	0.81		
				15.03.2019	300000	Purchase	1900000	0.96	1900000	0.96
6	Sushma Jain	0	0.00	06.07.2018	100000	Purchase	100000	0.05		
				15.02.2019	200000	Purchase	300000	0.15		
				15.03.2019	154000	Purchase	454000	0.23		
				22.03.2019	446000	Purchase	900000	0.46		
				29.03.2019	446000	Purchase	1346000	0.68	1346000	0.68

Sl. No.	Name of Share-holders	Shareholding at the beginning of the year as on 01.04.2018		Date wise increase/decrease in shareholding during the year specifying the reason for increase/decrease (e.g. allotment/ transfer/ bonus / sweat equity etc):			Cumulative shareholding during the year		At the end of the year (or on the date of separation, if separated during the year) as on 31.03.2019	
		No. of Shares of face value of ₹2/- each	% of total shares of the Company	Date	No. of Shares	Reason	No. of Shares	% of total shares of the Company	No. of Shares of face value of ₹2/- each	% of total shares of the Company
7	Business Corporate Advisory Services LLP	1085077	0.55	15.03.2019	153831	Purchase	1238908	0.63	1238908	0.63
8	Latwalla Investments Pvt Ltd	250000	0.13	06.07.2018	99860	Purchase	349860	0.18		
				13.07.2018	150140	Purchase	500000	0.25		
				19.10.2018	100021	Purchase	600021	0.30		
				15.03.2019	489035	Purchase	1089056	0.55		
				22.03.2019	10965	Purchase	1100021	0.56	1100021	0.56
9	Prescient Wealth Management Pvt Ltd	0	0.00	20.07.2018	1000000	Purchase	1000000	0.51	1000000	0.51
10	Hypnos Fund Limited	231000	0.12	22.02.2019	220270	Purchase	451270	0.23		
				08.03.2019	75000	Purchase	526270	0.27		
				15.03.2019	400000	Purchase	926270	0.47	926270	0.47
11	Mehul Yashwant Sampat*	872375	0.44	NIL	NIL	NIL	872375	0.44	872375	0.44
12	Jupiter South Asia Investment Company Limited-South Asia Access Fund*	887428	0.45	06.04.2018	-32783	Sale	854645	0.43		
				22.02.2019	-92932	Sale	761713	0.39	761713	0.39
13	DSP Blackrock Midcap Fund*	2848186	1.44	07.12.2018	-26174	Sale	2822012	1.43		
				14.12.2018	-352362	Sale	2469650	1.25	2469650	
				28.12.2018	-111113	Sale	2358537	1.19	2358537	
				04.01.2019	-8841	Sale	2349696	1.19	2349696	
				08.03.2019	-1535793	Sale	813903	0.41	813903	0.41
				15.03.2019	-813903	Sale	0	0.00	0	0.00
14	Anvil Fintrade Pvt Ltd*	1000000	0.51	20.07.2018	-1000000	Sale	0	0.00	0	0.00

\* Top ten as on 01.04.2018

v) Shareholding of Directors and Key Managerial Personnel:

Sl. No.	Name of Director/KMP	Shareholding at the beginning of the year (01-04-2018)		Date wise increase/decrease in shareholding during the year specifying the reason for increase/decrease (e.g. allotment/ transfer/ bonus/ sweat equity etc.):	Cumulative shareholding during the year		At the end of the year (or on the date of separation, if separated during the year as on 31-03-2019)	
		No. of Shares of face value of ₹2/- each	% of total shares of the Company		No. of Shares	% of total shares of the Company	No. of Shares of face value of ₹2/- each	% of total shares of the Company
1	Mr. Anil Kumar Jain	1867555	0.95	N.A.	1867555	0.95	1867555	0.95
2	Mr. Mohit Jain	692850	0.35	N.A.	692850	0.35	692850	0.35
3	Mr. Kailash R. Lalpuria	0	0.00	N.A.	0	0.00	0	0.00
4	Mr. Kamal Mitra	0	0.00	N.A.	0	0.00	0	0.00
5	Mr. P.N. Shah	0	0.00	N.A.	0	0.00	0	0.00
6	Mr. R. Anand	0	0.00	N.A.	0	0.00	0	0.00
7	Mr. Dilip J. Thakkar	0	0.00	N.A.	0	0.00	0	0.00
8	Mr. Prem Malik	1500	0.00	1000 (Purchased on 25.03.2019)	2500	0.00	2500	0.00
9	Mr. Sushil Kumar Jiwarajka	0	0.00	N.A.	0	0.00	0	0.00
10	Dr. (Mrs.) Vaijayanti Pandit	0	0.00	N.A.	0	0.00	0	0.00
11	Dr. Sanjay Kumar Panda	0	0.00	N.A.	0	0.00	0	0.00
12	Mr. Siddharth Mehta	0	0.00	N.A.	0	0.00	0	0.00
13	Mrs. Amruta Avasare Company Secretary & Compliance Officer	0	0.00	N.A.	0	0.00	0	0.00
14	Mr. Dilip Kumar Ghorawat Chief Financial Officer (upto 20.09.2018)	0	0.00	N.A.	0	0.00	0	0.00
15	Mr. K. Muralidharan Chief Financial Officer (w.e.f. 02.11.2018)	0	0.00	N.A.	0	0.00	0	0.00

Note: Shares held by relatives if any, are not included in the shareholding of Directors and Key Managerial Personnel.

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment (₹ in Lakhs)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year (as on 1<sup>st</sup> April, 2018)</b>				
i) Principal Amount	37061.83	-	-	37061.83
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	9.30	-	-	9.30
<b>Total(i+ii+iii)</b>	<b>37071.13</b>	<b>-</b>	<b>-</b>	<b>37071.13</b>
<b>Change in Indebtedness during the financial year 2018-2019</b>				
• Addition	6673.67	-	-	6673.67
• Reduction	12849.85	-	-	12849.85
<b>Net Change</b>	<b>(6176.18)</b>	<b>-</b>	<b>-</b>	<b>(6176.18)</b>
<b>Indebtedness at the end of the financial year (as on 31<sup>st</sup> March, 2019)</b>				
i) Principal Amount	30885.65	-	-	30885.65
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	53.58	-	-	53.58
<b>Total(i+ii+iii)</b>	<b>30939.23</b>	<b>-</b>	<b>-</b>	<b>30939.23</b>

## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

(₹ in Lakhs)

No.	Particulars of Remuneration	Name of MD/WTD/Manager				Total
		Mr. Anil Kumar Jain (Executive Chairman)	Mr. Mohit Jain (Managing Director)#	Mr. Kailash R. Lalpuria (Executive Director)*	Mr. Kamal Mitra (Director- Works)	
1.	Gross salary					
-	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961	525.12	85.68	185.35	57.88	854.03
-	(b) Value of perquisites u/s17(2) of the Income Tax Act, 1961	-	-	-	-	-
-	(c) Profits in lieu of salary under section17(3) of the Income Tax Act,1961	-	-	-	-	-
2.	Stock Option	-	-	-	-	-
3.	Sweat Equity	-	-	-	-	-
4.	Commission as % of profit	-	-	-	-	-
5.	Others	-	-	-	-	-
	<b>Total (A)</b>	<b>525.12</b>	<b>85.68</b>	<b>185.35</b>	<b>57.88</b>	<b>854.03</b>
	<b>Ceiling as per the Act</b>	₹946.29 Lakhs (being 10% of the net profits of the Company calculated as per Section 198 of the Companies Act, 2013)				

# Till 30<sup>th</sup> June, 2018

\* Remuneration is w.e.f. 4<sup>th</sup> May, 2018.

### B. Remuneration to other directors:

(₹ in Lakhs)

Sr. No	Particulars	Name of Directors							Total	
		Mr. P.N. Shah	Mr. R. Anand	Mr. Dilip J. Thakkar	Mr. Prem Malik	Mr. Sushil Kumar Jivrajka	Dr. (Mrs.) Vajjayanti Pandit	Dr. Sanjay Kumar Panda		Mr. Siddharth Mehta
1.	Independent Directors									
	• Fee for attending board / committee meetings	2.50	2.80	2.70	2.90	1.60	2.90	1.60	1.60	18.60
	• Commission #	1.00	1.00	1.00	1.00	1.00	1.00	0.75	0.75	7.50
	• Others, please Specify	-	-	-	-	-	-	-	-	-
	<b>Total(1)</b>	<b>3.50</b>	<b>3.80</b>	<b>3.70</b>	<b>3.90</b>	<b>2.60</b>	<b>3.90</b>	<b>2.35</b>	<b>2.35</b>	<b>26.10</b>
2.	Other Non-Executive Directors	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	• Fee for attending board / committee meetings	-	-	-	-	-	-	-	-	-
	• Commission	-	-	-	-	-	-	-	-	-
	• Others, please Specify	-	-	-	-	-	-	-	-	-
	<b>Total (2)</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
	<b>Total (B)=(1+2)</b>	<b>3.50</b>	<b>3.80</b>	<b>3.70</b>	<b>3.90</b>	<b>2.60</b>	<b>3.90</b>	<b>2.35</b>	<b>2.35</b>	<b>26.10</b>
	<b>Overall Ceiling as per the Act</b>	₹94.62 Lakhs (being 1% of the net profit of the Company, calculated as per Section 198 of the Companies Act, 2013)								

# Commission for FY 2018-19



C. Remuneration to key managerial personnel other than MD/Manager/WTD:

(₹ in Lakhs)

Sr. No	Particulars of Remuneration	Key Managerial Personnel			Total
		Mr. Dilip Kumar Ghorawat (Chief Financial Officer)*	Mr. K. Muralidharan (Chief Financial Officer)#	Ms. Amruta Avasare (Company Secretary)	
1.	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961	70.28	22.76	30.80	123.84
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	-	-	-	-
2.	Stock Option	-	-	-	-
3.	Sweat Equity	-	-	-	-
4.	Commission - as % of profit - others, specify	-	-	-	-
5.	Others, please specify	-	-	-	-
	Total	70.28	22.76	30.80	123.84

\* Upto 20<sup>th</sup> September, 2018

# w.e.f. 2<sup>nd</sup> November, 2018

Note : Mr. Kailash R. Lalpuria (DIN: 00059758), Executive Director has also been appointed as "Chief Executive Officer" (CEO) w.e.f. 8<sup>th</sup> February, 2019 pursuant to Section 203 of the Companies Act, 2013. His remuneration as an Executive Director & CEO is provided in this section under Part A.

**VII. PENALTIES/ PUNISHMENT/ COMPOUNDING OF OFFENCES:**

During the year 2018-19, there were no penalties/punishment/compounding of offences under the Companies Act, 2013.

On behalf of the Board of Directors

ANIL KUMAR JAIN

Executive Chairman

DIN: 00086106

Date: 22<sup>nd</sup> May, 2019

Place: Mumbai