

Annexure-2

Form No.MGT-9

**EXTRACT OF ANNUAL RETURN
 For the financial year ended on 31.03.2019**

[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:

i) CIN	U36911RJ2007PLC024129
ii) Registration Date	02/04/2007
iii) Name of the Company	Derewala Industries Limited
iv) Category / Sub-Category of the Company	Company limited by Shares Indian Non-Government Company
v) Address of the Registered office and contact details	Plot No. C-69, Flat No. 304, Paradise Regency, Sarojini Marg, C-Scheme, Jaipur, Rajasthan- 302001 Contact Details: 0141-5151444
vi) Whether listed company Yes / No	No
vii) Name, Address and Contact details of Registrar and Transfer Agent, if any	N/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.	Gold & Silver Jewellery	36911	99.72

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
NIL. At the end of the year there was no subsidiary, Holding, Associate or Joint venture					

IV. SHAREHOLDING 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 01/04/2018)				No. of Shares held at the end of the year (as on 31/03/2019)				% Change
	Demat	Physical	Total	% of Total	Demat	Physical	Total	% of Total	

				Shares				Shares	holding the year
A. Promoters									
(1) Indian									
a) Individual / HUF	-	39871000	39871000	86.68	-	39871000	39871000	86.68	NIL
b) Central Govt.	-	-	-	-	-	-	-	-	-
c) State Govt.	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	-	6129000	6129000	13.32	-	6129000	6129000	13.32	NIL
e) Bank / FI	-	-	-	-	-	-	-	-	-
f) Any Other	-	-	-	-	-	-	-	-	-
Sub Total (A)(1)	-	46000000	46000000	100	-	46000000	46000000	100	NIL
(2) Foreign									
a) NRI - Individuals	-	-	-	-	-	-	-	-	-
b) Others - Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Bank / FI	-	-	-	-	-	-	-	-	-
e) Any Other	-	-	-	-	-	-	-	-	-
Sub Total (A)(2)	-	-	-	-	-	-	-	-	-
Total Shareholding of Promoters (A) = (A)(1)+(A)(2)	-	46000000	46000000	100	-	46000000	46000000	100	NIL
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt.	-	-	-	-	-	-	-	-	-
d) State Govt.	-	-	-	-	-	-	-	-	-
e) Venture Capital Fund	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Fund	-	-	-	-	-	-	-	-	-
i) Others (Specify)	-	-	-	-	-	-	-	-	-
Sub Total (B)(1)	-	-	-	-	-	-	-	-	-
2. Non-Institutions									
a) Bodies Corp.									

i) Indian	-	-	-	-	-	-	-	-	-
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	-	-	-	-	-	-	-	-	-
c) Others (Specify)	-	-	-	-	-	-	-	-	-
Sub Total (B)(2)	-	-	-	-	-	-	-	-	-
Total Public Shareholding (B) = (B)(1)+(B)(2)	-	-	-	-	-	-	-	-	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	-	46000000	46000000	100	-	46000000	46000000	100	NIL

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)		
		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.	Pramod Kumar Agarwal	24125000	52.44	NIL	24125000	52.44	NIL
2.	Yogendra Garg	15730000	34.20	NIL	15730000	34.20	NIL
3.	Ritu Garg	4000	00.01	NIL	4000	00.01	NIL
4.	Lalita Devi Garg	4000	00.01	NIL	4000	00.01	NIL
5.	Yogendra Garg, as Karta of Yogendra Garg HUF	4000	00.01	NIL	4000	00.01	NIL
6.	Derewala Jewellery Manufacturing Company Private Limited	6129000	13.32	NIL	6129000	13.32	NIL
7.	Harshit Garg	4000	00.01	NIL	4000	00.01	NIL
	Total	46000000	100	NIL	46000000	100	NIL

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

Sr. No.	All the Promoters	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	At the beginning of the year (as on 01/04/2018)	There is no change in the Promoter's or promoters group shareholding during the F.Y. 2018-19			
	Date wise Increase/ Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment/ transfer/ bonus/ sweat equity etc.)				
	At the end of the year (as on 31/03/2019)				

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

Sl. No.	For Each of the Top 10 Share holders	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
	At the beginning of the year (as on 01/04/2018)	NIL			
	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) (as on 31/03/2019)				

v) Shareholding of Directors and Key Managerial Personnel:

Sr. No.	Name of Director / KMP	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	Pramod Kumar Agarwal (Whole-Time Director)				
	At the beginning of the year (as on 01/04/2018)	24125000	52.44	24125000	52.44
	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 (as on 31/03/2019)	24125000	52.44	24125000	52.44
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Sr. no.	Name of Director / KMP	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
2	Yogendra Garg (Managing Director)				
	At the beginning of the year (as on 01/04/2018)	15730000	34.20	15730000	34.20
	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 (as on 31/03/2019)	15730000	34.20	15730000	34.20

Sr. No.	Name of Director / KMP	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
3	Debra Ann Nishimura (Director)				
	At the beginning of the year (as on 01/04/2018)	0	0.00	0	0.00
	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 (as on 31/03/2019)	0	0.00	0	0.00

Sr. No.	Name of Director / KMP	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
5	Jugal Kishore Garg (Director)				
	At the beginning of the year (as on 01/04/2018)	0	0.00	0	0.00
	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 (as on 31/03/2019)	0	0.00	0	0.00

Sr. no	Name of Director/KMP	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
6	Kailash Jain (Director)				
	At the beginning of the year (as on 01/04/2018)	0	0.00	0	0.00
	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 (as on 31/03/2019)	0	0.00	0	0.00

Sr. no.	Name of Director/KMP	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
7	Vikas Kumawat (Chief Financial Officer)				
	At the beginning of the year (as on 01/04/2018)	0	0.00	0	0.00
	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 (as on 31/03/2019)	0	0.00	0	0.00

Sr. No.	Name of Director/KMP	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
8	Ravi Gupta (Company Secretary)				
	At the beginning of the year (as on 01/04/2018)	0	0.00	0	0.00
	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 (as on 31/03/2019)	0	0.00	0	0.00

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 on 01/04/2018)				
i) Principal Amount	₹ 1,71,50,68,836	₹ 19,52,63,493	--	₹ 1,91,03,32,329
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total(i+ii+iii)	₹ 1,71,50,68,836	₹ 19,52,63,493	--	₹ 1,91,03,32,329
Change in Indebtedness during the financial year				
· Addition	--	--	--	
· Reduction	(₹ 1,32,29,634)	(₹ 53,586,280)		(₹ 6,68,15,914)
Net Change	(₹ 1,32,29,634)	(₹ 53,586,280)	--	(₹ 6,68,15,914)
Indebtedness at the end of the financial year (as on 31/03/2019)				
i) Principal Amount	₹ 1,70,18,39,202	₹ 14,16,77,213	--	₹ 1,84,35,16,415
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total(i+ii+iii)	₹ 1,70,18,39,202	₹ 14,16,77,213	--	₹ 1,84,35,16,415

VI. REMUNERATION OF DIRECTORS AND KEYMANAGERIAL PERSONNEL

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

Sl. No.	Particulars of Remuneration	Name of MD/WTD/Manager		Total Amount
		Mr. Yogendra Garg- Managing Director	Mr. Pramod Kumar Agarwal- Chairman & Whole Time Director	
1.	Gross salary (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	₹ 32,54,977	₹ 32,54,977	₹ 65,09,954
2.	Stock Option	--	--	--
3.	Sweat Equity	--	--	--
4.	Commission - as % of profit - others, specify...	--	--	--
5.	Others, please specify	--	--	--
	Total (A)	₹ 32,54,977	₹ 32,54,977	₹ 65,09,954

Ceiling as per the Act			
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B. Remuneration to other directors

Sl. no.	Particulars of Remuneration	Name of Directors				Total Amount`
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	1.Independent Directors ·Fee for attending board committee meetings ·Commission ·Others, please specify	--	--	--	--	--
	Total (1)	--	--	--	--	--
	2.Other Non-Executive Directors ·Fee for attending board committee meetings ·Commission ·Others, please specify	--	--	--	--	--
	Total (2)	--	--	--	--	--
	Total (B)=(1+2)	--	--	--	--	--
	Total Managerial Remuneration					
	Overall Ceiling as per the Act					

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

Sl. no.	Particulars of Remuneration	Name of Key Managerial Personnel			Total Amount
		CEO	Vikas Kumawat-CFO	Ravi Gupta Company Secretary	
1.	Gross salary (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	--	₹ 11,50,815	₹ 4,40,835	₹15,91,650
2.	Stock Option	--	--	--	--
3.	Sweat Equity	--	--	--	--
4.	Commission - as % of profit - others, specify Bonus	--	--	--	--
5.	Others, please specify	--	--	--	--
	Total	--	₹ 11,50,815	₹ 4,40,835	₹15,91,650

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 & on behalf of the Board of Directors

Place: Jaipur
Dated: 31.08.2019

(Pramod Kumar Agarwal)
Chairman & Whole Time Director
(DIN 00132661)

(Yogendra Garg)
Managing Director
(DIN 00674281)