

Form No. MGT-9 EXTRACT OF ANNUAL RETURN as on the financial year ended on March 31, 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:-	L51909MH1985PLC321068
ii)	Registration Date	12-02-1985
iii)	Name of the Company	Varun Mercantile Limited
iv)	Category / Sub-Category of the Company	Public Company / Limited by Shares
v)	Address of the Registered office and contact details	147, 14th Floor, Atlanta, Nariman Point, Mumbai-400021 Tel: +91 22 22800131 Fax: +91 22 22800130
vi)	Whether listed company	Yes
vii)	Name, Address and Contact details of Registrar and Transfer Agent, if any	Karvy Fintech Private Limited Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad - 500 032 Tel: +91 40 6716 1700 Toll Free No: 1800 425 8998 Fax: +91 40 67161680
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:-	As per Attachment A
III.	PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES	As per Attachment B
IV.	SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)	
i)	Category-wise Share Holding	As per Attachment C
ii)	Shareholding of Promoters	As per Attachment D
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v)	Shareholding of Directors and Key Managerial Personnel	As per Attachment G
V.	INDEBTEDNESS	
	Indebtedness of the Company including interest outstanding/accrued but not due for payment	As per Attachment H
VI.	REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL	
A.	Remuneration to Managing Director, Whole-time Directors and/or Manager	As per Attachment I
B.	Remuneration to other directors	As per Attachment J
C.	Remuneration to Key Managerial Personnel other than MD/MANAGER/MTD	As per Attachment K
VII.	PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:	As per Attachment L

Attachment A

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of the company : -

Sr.No.	Name and Description of main products/services	NIC Code of the product/service	% to total turnover of the company
NIL			

Attachment B

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES / BODIES CORPORATE

Sr. No.	Name of Company / Bodies Corporate	Address of Company	CIN/GLN	HOLDING / SUBSIDIARY / ASSOCIATE	% of Shares held	Applicable section
		NIL				

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 01-04-2018)				No. of Shares held at the end of the year (As on 31-03-2019)				% of change during the year
		Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
A	Promoters									
(1)	Indian									
a)	Individual / HUF	0	0	0	0.00	0	0	0	0.00	0.00
b)	Central Govt.	0	0	0	0.00	0	0	0	0.00	0.00
c)	State Govt(s)	0	0	0	0.00	0	0	0	0.00	0.00
d)	Bodies Corporate	0	0	0	0.00	0	0	0	0.00	0.00
e)	Banks / FI	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
	Sub - Total (A) (1) :-	0	0	0	0.00	0	0	0	0.00	0.00
(2)	Foreign									
a)	NRIs - Individuals	0	0	0	0.00	0	0	0	0.00	0.00
b)	Other - Individuals	0	0	0	0.00	0	0	0	0.00	0.00
c)	Bodies Corp.	0	0	0	0.00	0	0	0	0.00	0.00
d)	Banks / FI	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
	Sub - Total (A) (2)	0	0	0	0.00	0	0	0	0.00	0.00
	Total Shareholding of Promoter(A) = (A)(1) + (A)(2)	0	0	0	0.00	0	0	0	0.00	0.00
B	Public Shareholding									
1	Institutions									
a)	Mutual Funds	0	0	0	0.00	0	0	0	0.00	0.00
b)	Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
c)	Central Govt	0	0	0	0.00	0	0	0	0.00	0.00
d)	State Govt(s)	0	0	0	0.00	0	0	0	0.00	0.00
e)	Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
f)	Insurance Companies	0	0	0	0.00	0	0	0	0.00	0.00
g)	FIs	0	0	0	0.00	0	0	0	0.00	0.00
h)	Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
(i)	Others (specify)	0	0	0	0.00	0	0	0	0.00	0.00
	Sub - Total (B) (1)	0	0	0	0.00	0	0	0	0.00	0.00
2	Non-institutions									
a)	Bodies Corp.									
i)	Indian	0	7 93 600	7 93 600	39.84	0	9 02 100	9 02 100	45.29	5.45
ii)	Overseas	0	0	0	0.00	0	0	0	0.00	0.00
b)	Individuals									
i)	Individual shareholders holding nominal share capital up to Rs. 1 lakh	0	16 400	16 400	0.82	0	16 400	16 400	0.82	0.00
ii)	Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	0	11 82 000	11 82 000	59.34	0	10 73 500	10 73 500	53.89	-5.45
c)	Others (specify)	0	0	0	0.00	0	0	0	0.00	0.00
	Sub - Total (B) (2)	0	19 92 000	19 92 000	100.00	0	19 92 000	19 92 000	100.00	0.00
	Total Public Shareholding (B) = (B)(1) + (B)(2)	0	19 92 000	19 92 000	100.00	0	19 92 000	19 92 000	100.00	0.00
C.	Shares held by Custodian for GDRs & ADRs	0	0	0	0.00	0	0	0	0.00	0.00
	Grand Total (A+B+C) ¹	0	19 92 000	19 92 000	100.00		19 92 000	19 92 000	100.00	0.00

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

ii) Shareholding of Promoters

Sr. 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	% change in share holding during the year
1	Lalit Kumar Shroff	0	0.00	0.00	0	0.00	0.00	0.00
	Total	0	0.00	0.00	0	0.00	0.00	0.00

Attachment E

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

iii) Change in Promoters' Shareholding

Sr. No.		Shareholding at the beginning of the year (As on 01-04-2018)		Cumulative Shareholding during the year (01-04-2018 to 31-03-2019)	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	0	0.00	0	0.00
	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)	There is no change in the holding of promoters between 01-04-2018 and 31-03-2019			
	At the End of the year	0	0.00	0	0.00

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

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

Sr. No.	Name	Shareholding		Date	Increase/ Decrease in shareholding	Reason	Cumulative Shareholding during the year (01-04-18 to 31-03-19)	
		No. of Shares at the beginning (01-04-18) / end of the year (31-03-19)	% of total shares of the Company				No. of Shares	% of total shares of the Company
1	Sun Wave Commercials Private Limited	97 950	4.92	-	0	-	97 950	4.92
2	Arman Commercials Private Limited	96 600	4.85	-	0	-	96 600	4.85
3	Techfo Venture Capital Private Limited	96 100	4.82	-	0	-	96 100	4.82
4	Sarisha Commercials Private Limited	94 600	4.75	-	0	-	94 600	4.75
5	Rohana Commercials Private Limited	93 600	4.70	-	0	-	93 600	4.70
6	Viddheswar Trading LLP	93 100	4.67	-	0	-	93 100	4.67
7	Titan Farms Private Limited	92 600	4.65	-	0	-	92 600	4.65
8	Vasudhara Mercantile Private Limited	92 100	4.62	-	0	-	92 100	4.62
9	Biren Commercials Private Limited	0	0.00	1-Apr-2018				
				3-Oct-2018	73250	Transfer	73 250	3.67
		73 250	3.67	31-Mar-2019			73 250	3.67
10	Leisure Life Commercials Private Limited	36 950	1.85	-	0	-	36 950	1.85

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

v) Shareholding of Directors and Key Managerial Personnel

Sr.No.	Name	Shareholding		Date	Increase/ Decrease in shareholding	Reason	Cumulative Shareholding during the year (01-04-18 to 31-03-19)	
		No. of Shares at the beginning (01-04-18) /end of the year (31-03-19)	% of total shares of the Company				No. of Shares	% of total shares of the Company
A	DIRECTORS:							
1	Lalit K. Shroff	0	0.00	1-Apr-2018	0	Nil Holding /		
	Non-Executive Director (Ceased to be a Director w.e.f. 29/05/2018)	0	0.00	29-May-2018		movement during the year	0	0.00
2	Mukesh H. Shah	0	0.00	1-Apr-2018	0	Nil Holding /		
	Independent Director (Ceased to be a Director w.e.f. 03/12/2018)	0	0.00	3-Dec-2018		movement during the year	0	0.00
3	Lopmudra Dixit	0	0.00	1-Apr-2018	0	Nil Holding /		
	Independent Director	0	0.00	31-Mar-2019		movement during the year	0	0.00
4	Rajeev G. Mittal	0	0.00	29-May-2018	0	Nil Holding /		
	Non-Executive Director (Appointed as a Director w.e.f. 29/05/2018, Ceased to be a Director w.e.f. 04/01/2019)	0	0.00	4-Jan-2019		movement during the year	0	0.00
5	Mehul R. Shah	17750	0.89	3-Dec-2018				
	Independent Director (Appointed as a Director w.e.f. 03/12/2018)			3-Dec-2018	-17750	Transfer	0	0.00
		0	0.00	31-Mar-2019			0	0.00
6	Ambalal T. Jain	0	0.00	3-Dec-2018	0	Nil Holding /		
	Non-Executive Director (Appointed as a Director w.e.f. 03/12/2018)	0	0.00	31-Mar-2019		movement during the year	0	0.00
7	Girish B. Shah	17500	0.88	4-Jan-2019	0			
	Non-Executive Director (Appointed as a Director w.e.f. 04/01/2019)			4-Jan-2019	-17500	Transfer	0	0.00
		0	0.00	31-Mar-2019			0	0.00
B	Key Managerial Personnel (KMP's)							
1	Forum Sheth	0	0.00	1-Apr-2018	0	Nil Holding /		
	Company Secretary	0	0.00	31-Mar-2019		movement during the year	0	0.00
2	Baskar Asirvatham Moduthagam	0	0.00	1-Apr-2018	0	Nil Holding /		
	Manager	0	0.00	31-Mar-2019		movement during the year	0	0.00
3	Anup R. Shah	0	0.00	1-Apr-2018	0	Nil Holding /		
	Chief Financial Officer (Ceased w.e.f. 18/04/2018)	0	0.00	18-Apr-2018		movement during the year	0	0.00
4	Pareesh J. Darji	0	0.00	18-Apr-2018	0	Nil Holding /		
	Chief Financial Officer (Appointed w.e.f. 18/04/2018)	0	0.00	31-Mar-2019		movement during the year	0	0.00

V. INDEBTENDNESS

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

Amount (Rs.)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year (01-04-2018)				
i) Principal Amount	0	0	0	0
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	0	0	0	0
Change in Indebtedness during the financial year				
Addition	0	0	0	0
Reduction	0	0	0	0
Net Change	0	0	0	0
Indebtedness at the end of the financial year (31-03-2019)				
i) Principal Amount	0	0	0	0
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	0	0	0	0

Attachment I

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sr. No.	Particulars of Remuneration	Baskar Asirvatham Moduthagam	Total Amount (Rs.)
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	-	-
2	Stock Option	-	-
3	Sweat Equity	-	-
4	Commission		
	- as % of profit	-	-
	- others, specify...	-	-
5	Others-payments on secondment	12 11 041	12 11 041
	Total (A)	12 11 041	12 11 041
	Ceiling as per the Act	Rs. 60 Lakhs (as per Schedule V of the Companies Act, 2013)	


Sr. No.	Particulars of Remuneration	Name of Directors						Total Amount
		Lalit Shroff (Ceased w.e.f. 29/05/2018)	Mukesh Shah (Independent Director- Ceased w.e.f. 03/12/2018)	Lopamudra Dixit (Independent Director)	Rajeev G. Mittal (Appointed w.e.f. 29/05/2018 and ceased w.e.f. 04/01/2019)	Mehul R. Shah (Independent Director- Appointed w.e.f. 03/12/2018)	Ambalal T. Jain (Appointed w.e.f. 03/12/2018)	
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				N.A.			

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL



C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

Sr. No.	Particulars of Remuneration	Key Managerial Personnel			Total Amount (Rs.)
		Company Secretary Forum Sheth	CFO Anup Shah (upto 18/04/2018)	CFO Paresh Darji (w.e.f. 18/04/2018)	
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	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission				
	- as % of profit	-	-	-	-
	-others, specify - Medical	-	-	-	-
5	Others-payments on secondment	60 000	-	58 866	1 18 866
	Interest Concession on loan	-	-	-	-
	Total	60 000	-	58 866	1 18 866

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 and on behalf of the Board of Directors



 Girish B. Shah Ambalal T. Jain
 Director Director

Place: Mumbai

Dated: September 4, 2019