

Form No. MGT - 9

EXTRACT OF ANNUAL RETURN

as on the financial year ended on 31st 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:

- i) CIN : L24131WB1948PLC095302
- ii) Registration Date : 9th August, 1948
- iii) Name of the Company : Pilani Investment and Industries Corporation Limited
- iv) Category / Sub-Category of the Company : Company having share capital
- v) Address of the Registered office : Birla Building, 14th Floor
and contact details : 9/1, R. N. Mukherjee Road, Kolkata- 700001
Phone : 033 4082 3700 / 2220 0600
E-mail : pilaniinvestment1@gmail.com
Website : www.pilaniinvestment.com
- vi) Whether listed company : Yes
a) National Stock Exchange of India Limited
b) BSE Limited
- vii) Name, Address and Contact : M/s Niche Technologies Pvt. Ltd.
details of Registrar and Transfer : 3A, Auckland Place, 7th Floor, Room No. 7A & 7B
Agent, if any : Kolkata- 700017
Phone: 033 2280 6616 / 6617
E-mail : nichetechpl@nichetechpl.com

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	Activities of Holding Companies	64200	91.28

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sl. No.	Name And Address of The Company	CIN	Holding / Subsidiary / Associate	% of Shares Held	Applicable Section
1	Century Textiles and Industries Limited Dr. Annie Besant Road, Worli, Mumbai - 400 030	L17120MH1897PLC000163	Associate	33.11	2(6)
2	PIC Properties Limited 10, Camac Street, Kolkata - 700 017	U70109WB1985PLC038472	Subsidiary	100	2(87)(ii)
3	PIC Realcon Limited Birla Building, 9/1, R. N. Mukherjee Road, Kolkata - 700 001	U70102WB2013PLC190163	Subsidiary	100	2(87)(ii)

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				No. of Shares held at the end of the year				% 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	0	0	0	0	0
b) Central Govt.	0	0	0	0	0	0	0	0	0
c) State Govt.(s)	0	0	0	0	0	0	0	0	0
d) Bodies Corp.	4179109	0	4179109	52.84	4179109	0	4179109	52.84	0
e) Banks / FI	0	0	0	0	0	0	0	0	0
f) Any Other Trusts	372307	0	372307	4.71	372307	0	372307	4.71	0
Sub-Total									
(A) (1):-	4551416	0	4551416	57.55	4551416	0	4551416	57.55	0
(2) Foreign									
a) NRIs – Individuals	0	0	0	0	0	0	0	0	0
b) Other – Individuals	0	0	0	0	0	0	0	0	0
c) Bodies Corp.	0	0	0	0	0	0	0	0	0
d) Banks / FI	0	0	0	0	0	0	0	0	0
e) Any Other	0	0	0	0	0	0	0	0	0
Sub-Total									
(A) (2):-	0	0	0	0	0	0	0	0	0
Total shareholding of Promoter (A) = (A)(1) + (A)(2)	4551416	0	4551416	57.55	4551416	0	4551416	57.55	0

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
B. Public Shareholding									
(1) Institutions									
a) Mutual Funds	87843	0	87843	1.11	90000	0	90000	1.14	0.03
b) Banks/FI	19300	400	19700	0.25	19570	400	19970	0.25	0
c) Central Govt.	0	0	0	0	0	0	0	0	0
d) State Govt.(s)	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FIs	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital	0	0	0	0	0	0	0	0	0
i) Others(Specify FPI-Corporate Cat-II)	12449	0	12449	0.16	9250	0	9250	0.12	-0.04
Sub-total (B)(1)	119592	400	119992	1.52	118820	400	119220	1.51	-0.01
2.Non-Institutions									
a) Bodies Corp.									
i) Indian	422458	1982606	2405064	30.41	2392615	21749	2414364	30.53	0.12
ii) Overseas	0	0	0	0	0	0	0	0	0
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 Lakh	510371	64930	575301	7.27	530739	46251	576990	7.29	0.02
ii) Individual shareholders holding nominal share capital in excess of Rs. 1 Lakh	132989	0	132989	1.68	122562	0	122562	1.55	-0.13

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
C) Others(Specify)									
1. NRI / OCB	20539	0	20539	0.26	21737	0	21737	0.27	0.01
2. Clearing Mem.	73195	0	73195	0.92	76029	0	76029	0.96	0.04
3. Trust	15500	0	15500	0.20	11150	0	11150	0.14	-0.06
4. IEPF Authority	14754	0	14754	0.19	15282	0	15282	0.19	0
Sub-total (B)(2)	1189806	2047536	3237342	40.93	3170114	68000	3238114	40.94	0
Total Public Shareholding (B)=(B)(1)+(B)(2)	1309398	2047936	3357334	42.45	3288934	68400	3357334	42.45	0
C. Shares held by Custodian for GDRs & ADRS	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	5860814	2047936	7908750	100.00	7840350	68400	7908750	100.00	0

(ii) Shareholding of Promoters

Sl No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during 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	
1	Aditya Marketing & Manufacturing Ltd.	2735494	34.59	Nil	2744194	34.70	Nil	0.11
2	B. K. Birla Foundation	17521	0.22	Nil	17521	0.22	Nil	Nil
3	Birla Educational Institution	16500	0.21	Nil	16500	0.21	Nil	Nil
4	Central India General Agents Limited	300	0.00	Nil	300	0.00	Nil	Nil
5	Manav Investment & Trading Co. Ltd.	8700	0.11	Nil	0	0	Nil	-0.11
6	Padmavati Investment Limited	1406986	17.80	Nil	1406986	17.80	Nil	Nil
7	Jayantika Investment & Finance Ltd.	6700	0.09	Nil	6700	0.09	Nil	Nil
8	Prakash Educational Society	355807	4.49	Nil	355807	4.49	Nil	Nil
9	Zenith Distributors & Agents Limited	3408	0.04	Nil	3408	0.04	Nil	Nil
		4551416	57.55	Nil	4551416	57.55	Nil	Nil

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

Sl. No.		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	4551416	57.55	4551416	57.55

PILANI INVESTMENT AND INDUSTRIES CORPORATION LIMITED

Sl. No.		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
	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.				
	1. 29.09.2018 Transfer *	(8,700)	0.11	45,42,916	57.43
	2. 05.10.2018 Transfer #	8,700	0.11	45,51,416	57.55
	At the End of the year			4551416	57.55

* Shares sold by Manav Investment and Trading Company Limited

Shares purchased by Aditya Marketing & Manufacturing Limited

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

Sl. No.		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
	For Each of the Top 10 Shareholders				
1.	The Punjab Produce & Trading Co. Pvt. Ltd.				
	a) At the beginning of the year	1385223	17.51		
	b) Changes during the year			No changes during the year	
	c) At the end of the year			1385223	17.51
2.	Gwalior Webbing Co. Pvt. Ltd.				
	a) At the beginning of the year	454168	5.74		
	b) Changes during the year			No changes during the year	
	c) At the end of the year			454168	5.74
3.	Comfort Intech Limited				
	a) At the beginning of the year	62000	0.78		
	b) Changes during the year				
	10.08.2018 - Transfer	(4100)	0.05	57900	0.73
	17.08.2018 - Transfer	(42400)	0.53	15500	0.20
	24.08.2018 - Transfer	(10000)	0.13	5500	0.07
	c) At the end of the year			5500	0.07

PILANI INVESTMENT AND INDUSTRIES CORPORATION LIMITED

Sl. No.	For Each of the Top 10 Shareholders	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
4.	Comfort Intech Limited				
	a) At the beginning of the year	62500	0.79		
	b) Changes during the year			No changes during the year	
	c) At the end of the year			62500	0.79
5.	Shri Venkateshwara Educational Institute				
	a) At the beginning of the year	112847	1.42		
	b) Changes during the year				
	25.05.2018 - Transfer	(10000)	0.12	102847	1.30
	c) At the end of the year			102847	1.30
6.	Baroda Agents & Trading Co. Pvt. Ltd.				
	a) At the beginning of the year	68707	0.87		
	b) Changes during the year			No changes during the year	
	c) At the end of the year			68707	0.87
7.	Punjab Produce Holdings Ltd.				
	a) At the beginning of the year	52750	0.66		
	b) Changes during the year			No changes during the year	
	c) At the end of the year			52750	0.66
8.	Hitesh Satishchandra Doshi				
	a) At the beginning of the year	65571	0.83		
	b) Changes during the year			No changes during the year	
	c) At the end of the year			65571	0.83
9.	ICICI Lombard General Insurance Company				
	a) At the beginning of the year	78000	0.99		
	b) Changes during the year			No changes during the year	
	c) At the end of the year			78000	0.99
10.	Resham Resha Private Ltd.				
	a) At the beginning of the year	69952	0.88		
	b) Changes during the year				
	13.04.2018 - Transfer	48	0.00	70000	0.88
	17.08.2018 - Transfer	(19354)	0.24	50646	0.64
	08.02.2019 - Transfer	94	0.00	50740	0.64
	c) At the end of the year			50740	0.64
11.	SBI Small and Midcap Fund				
	a) At the beginning of the year	87843	1.11		
	b) Changes during the year				
	18.05.2018 - Transfer	2157	0.03	90000	1.14
	c) At the end of the year			90000	1.14

(v) Shareholding of Directors and Key Managerial Personnel:

Sl. No.	For Each of the Directors & 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.	Shri B. K. Birla	0	0	0	0
2.	Smt. Rajashree Birla (w.e.f 27.08.2018)	0	0	0	0
3.	Shri Kumar Mangalam Birla (upto 06.08.2018)	0	0	0	0
4.	Shri D. K. Mantri	100	0	100	0
5.	Shri A. K. Kothari	70	0	70	0
6.	Shri A. V. Jalan	0	0	0	0
7.	Smt. Surbhi Singhi (upto 13.11.2018)	0	0	0	0
8.	Shri R. P. Pansari	0	0	0	0
9.	Shri N. K. Baheti	0	0	0	0
10.	Shri R. S. Kashyap	0	0	0	0

V. INDEBTEDNESS

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness (₹ in Lakhs)
Indebtedness at the beginning of the Financial Year i. e. on 01.04.2018				
i) Principal Amount	Nil	Nil	Nil	Nil
ii) Interest due but not paid	Nil	Nil	Nil	Nil
iii) Interest accrued but not due	Nil	Nil	Nil	Nil
Total (i+ ii + iii)	Nil	Nil	Nil	Nil
Change in indebtedness during the Financial Year				
Addition	Nil	32000	Nil	Nil
Reduction	Nil	(75)	Nil	Nil
(Net Change)	Nil	24500	Nil	Nil
Indebtedness at the end of the Financial Year i. e. on 31.03.2019				
i) Principal Amount	Nil	24500	Nil	Nil
ii) Interest due but not paid	Nil	Nil	Nil	Nil
iii) Interest accrued but not due	Nil	Nil	Nil	Nil
Total (i + ii + iii)	Nil	24500	Nil	Nil

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL (₹ in Lakhs)

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

Sl. No.	Particulars of Remuneration	Name of the Managing Director / Whole Time Director / Manager	Total Amount
1.	Gross Salary		
	(a) Salary as per provision contained in Section 17(1) of the Income Tax Act, 1961	-	
	(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 a % of profit	-	
5.	Others, please specify	-	
	TOTAL (A)		
	Ceiling as per the Act.	-	

B. Remuneration to other directors: (₹ in Lakhs)

Sl. No.	Particulars of Remuneration	Name of Directors	Total Amount
	NIL		NIL

Independent Directors : Please refer to Corporate Governance Report for details

Fee for attending Board / Committee meetings	5.20
Commission	NIL
Others, please specify	NIL
TOTAL (1)	5.20

Other Non-Executive Directors : Please refer to Corporate Governance Report for details

Fee for attending Board / Committee meetings	2.80
Commission	NIL
Others, please specify	NIL
TOTAL (2)	2.80

Total (B) = (1 + 2)	8.00
Total Managerial Remuneration	8.00

Overall ceiling as per the Act Remuneration is within limits of provisions of Law

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

(₹ in Lakhs)

Sl. No.	Particulars of Remuneration	Key Managerial Personnel			Total Amount
		Shri R. P. Pansari CEO	Shri N.K. Baheti CFO	Shri R.S. Kashyap CS	
1.	Gross Salary				
	(a) Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961	84.62	24.41	8.66	117.69
	(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 NA	-	-	-	
3.	Sweat Equity NA	-	-	-	
4.	Commission – As a % of Profit				
5.	Others, please specify – P. F.	7.20	2.03	0.75	9.98
	TOTAL (A)	91.82	26.44	9.41	127.67

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	Appeals Made if any (give details)
A. Company					
Penalty			NIL		
Punishment			NIL		
Compounding			NIL		
B. Directors					
Penalty			NIL		
Punishment			NIL		
Compounding			NIL		
C. Other Officers in Default					
Penalty			NIL		
Punishment			NIL		
Compounding			NIL		

For and on behalf of the Board of Directors

Rajashree Birla Chairperson (DIN: 00022995)	Giriraj Maheswari Director (DIN: 00796252)	Yazdi P. Dandiwala Director (DIN: 01055000)
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Mumbai
May 30, 2019