

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	L74140WB1996PLC081521
ii)	Registration Date	13 th September, 1996
iii)	Name of the Company	SHALIMAR WIRES INDUSTRIES LIMITED
iv)	Category/Sub-Category of the Company	Public Limited Company
v)	Address of the Registered office and contact details	25, Ganesh Chandra Avenue, 2 nd Floor, Kolkata-700013, Phone : 033-2234-9308/09/10 Fax : 033-2211-6880 Email : kejriwal@shalimarwires.com Website : www.shalimarwires.com
vi)	Whether listed company or not	YES
vii)	Name, Address and contact details of Registrar and Transfer Agent, if any	Maheshwari Datamatics Private Limited 23, R.N. Mukherjee Road (5 th Floor), Kolkata-700 001, Phone : 033-22482248, 22435029 Fax : 033-22484787 E-mail : mdpldc@yahoo.com mdpl@cal.vsnl.net.in

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.	Synthetic Forming Fabric	3548	67%
2.	Metal Fourdrinier Wire Cloth	3313	18%
3.	EDM Wire	3333	11%

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
NOT APPLICABLE					

Category of Shareholders	No of Shares held at the beginning of the year [As on 01/Apr/2018]				No of Shares held at the end of the year [As on 31/Mar/2019]				% change during the Year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
Provident Funds / Pension Funds									
Qualified Foreign Investor									
Sub-total(B)(1):-	761476	13444	774920	1.8125	761376	13444	774820	1.8122	-0.0003
2. Non-Institutions									
a) Bodies Corp.									
i) Indian	6990362	5164978	12155340	28.4301	12072882	14791	12087673	28.2719	-0.1582
ii) Overseas	0	27	27	0.0001	0	27	27	0.0001	0.0000
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	1402240	481693	1883933	4.4063	1407859	452315	1860174	4.3507	-0.0556
ii) Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	60003	0	60003	0.1403	144292	0	144292	0.3374	0.1971
c) Others (Specify)									
Non Resident Indians	19017	209	19226	0.0450	29620	209	29829	0.0698	0.0248
Qualified Foreign Investor									
Custodian of Enemy Property									
Foreign Nationals									
Clearing Members	35164	0	35164	0.0822	34251	0	34251	0.0801	-0.0021
Trusts	50	0	50	0.0001	50	0	50	0.0001	0.0000
Foreign Bodies-D R									
Foreign PorVolio Investors									
NBFCs registered with RBI	2478	0	2478	0.0058	25	0	25	0.0001	-0.0057
Employee Trusts									
Domestic Corporate Unclaimed Shares Account									
Investor Education and Protection Fund Authority									
Sub-total(B)(2):-	8509314	5646907	14156221	33.1099	13688979	467342	14156321	33.1102	0.0003

Category of Shareholders	No of Shares held at the beginning of the year [As on 01/Apr/2018]				No of Shares held at the end of the year [As on 31/Mar/2019]				% change during the Year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
Total Public Shareholding (B)=(B (1)+ (B)(2)	9270790	5660351	14931141	34.9224	14450355	480786	14931141	34.9224	0.0000
C. Shares held by Custodian for GDRs & ADRs									
Grand Total (A+B+C)	37094772	5660351	42755123	100.0000	42274337	480786	42755123	100.0000	0.0000

ii) Shareholding of Promoters-

SI No	Shareholder's Name	Shareholding at the beginning of the year [As on 01/Apr/2018]			Shareholding at the end of the year [As on 31/Mar/2019]			% 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	Sunita Khaitan	10118900	23.6671	100.0000	10118900	23.6671	1.1750	0.0000
2	Reliance Sheet Works Pvt Ltd	7251481	16.9605	100.0000	7251481	16.9605	100.0000	0.0000
3	Amit Commercial Co Ltd	7230132	16.9106	100.0000	7230132	16.9106	77.8538	0.0000
4	Vedant Khaitan	1000408	2.3399	100.0000	1000408	2.3399	0.0000	0.0000
5	Umaesh Kumar Khaitan	306074	0.7159	100.0000	306074	0.7159	100.0000	0.0000
6	Sumangla Invesment Company Ltd	280992	0.6572	100.0000	280992	0.6572	100.0000	0.0000
7	Sunil Kumar Khaitan	274662	0.6424	100.0000	274662	0.6424	100.0000	0.0000
8	Sudhir Kumar Khaitan	274461	0.6419	100.0000	274461	0.6419	100.0000	0.0000
9	Anil Kumar Khaitan	233450	0.5460	100.0000	233450	0.5460	100.0000	0.0000
10	Esquire Engineering Ltd	161547	0.3778	100.0000	161547	0.3778	100.0000	0.0000
11	Sarita Khaitan	159915	0.3740	100.0000	159915	0.3740	100.0000	0.0000
12	Rashmi Khaitan	118640	0.2775	100.0000	118640	0.2775	100.0000	0.0000
13	Shalimar Holdings Ltd	112343	0.2628	100.0000	112343	0.2628	100.0000	0.0000
14	Sita Devi Khaitan	88512	0.2070	100.0000	88512	0.2070	100.0000	0.0000
15	Sam Tul Investments Ltd	87328	0.2043	100.0000	87328	0.2043	100.0000	0.0000
16	Sashi Prabha Khaitan	67193	0.1572	100.0000	67193	0.1572	100.0000	0.0000
17	Kavita Khaitan	53954	0.1262	100.0000	53954	0.1262	100.0000	0.0000
18	Agro Chemicals And Fertilizers Ltd	3990	0.0093	100.0000	3990	0.0093	100.0000	0.0000
	Total	27823982	65.0775	100.0000	27823982	65.0775	54.7095	0.0000

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

Sl. No	Name	Shareholding at the beginning [01/Apr/18]/end of the year [31/Mar/19]		Cumulative Shareholding during the year [01/Apr/18 to 31/Mar/19]	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	ESQUIRE ENGINEERING LTD				
	01-04-2018	161547	0.3778		
	31-03-2019	161547	0.3778	161547	0.3778
2	RELIANCE SHEET WORKS PVT LTD				
	01-04-2018	7251481	16.9605		
	31-03-2019	7251481	16.9605	7251481	16.9605
3	SAM TUL INVESTMENTS LTD				
	01-04-2018	87328	0.2043		
	31-03-2019	87328	0.2043	87328	0.2043
4	SHALIMAR HOLDINGS LTD				
	01-04-2018	112343	0.2628		
	31-03-2019	112343	0.2628	112343	0.2628
5	AMIT COMMERCIAL CO LTD				
	01-04-2018	7230132	16.9106		
	31-03-2019	7230132	16.9106	7230132	16.9106
6	AGRO CHEMICALS AND FERTILIZERS LTD				
	01-04-2018	3990	0.0093		
	31-03-2019	3990	0.0093	3990	0.0093
7	SUMANGLA INVESMENT COMPANY LTD				
	01-04-2018	280992	0.6572		
	31-03-2019	280992	0.6572	280992	0.6572
8	SUNIL KUMAR KHAITAN				
	01-04-2018	274662	0.6424		
	31-03-2019	274662	0.6424	274662	0.6424
9	ANIL KUMAR KHAITAN				
	01-04-2018	233450	0.5460		
	31-03-2019	233450	0.5460	233450	0.5460
10	RASHMI KHAITAN				
	01-04-2018	118640	0.2775		
	31-03-2019	118640	0.2775	118640	0.2775
11	SUDHIR KUMAR KHAITAN				
	01-04-2018	274461	0.6419		
	31-03-2019	274461	0.6419	274461	0.6419
12	UMAESH KUMAR KHAITAN				
	01-04-2018	306074	0.7159		
	31-03-2019	306074	0.7159	306074	0.7159

Sl. No	Name	Shareholding at the beginning [01/Apr/18]/end of the year [31/Mar/19]		Cumulative Shareholding during the year [01/Apr/18 to 31/Mar/19]	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
13	SARITA KHAITAN				
	01-04-2018	159915	0.3740		
	31-03-2019	159915	0.3740	159915	0.3740
14	SUNITA KHAITAN				
	01-04-2018	10118900	23.6671		
	31-03-2019	10118900	23.6671	10118900	23.6671
15	SITA DEVI KHAITAN				
	01-04-2018	88512	0.2070		
	31-03-2019	88512	0.2070	88512	0.2070
16	KAVITA KHAITAN				
	01-04-2018	53954	0.1262		
	31-03-2019	53954	0.1262	53954	0.1262
17	VEDANT KHAITAN				
	01-04-2018	1000408	2.3399		
	31-03-2019	1000408	2.3399	1000408	2.3399
18	SASHI PRABHA KHAITAN				
	01-04-2018	67193	0.1572		
	31-03-2019	67193	0.1572	67193	0.1572

iv) Shareholding Pattern of top ten Shareholders

(Other than Directors, Promoters and Holders of GDRs and ADRs):

Sl. No.	Name	Shareholding at the beginning [01/Apr/18]/end of the year [31/Mar/19]		Cumulative Shareholding during the year [01/Apr/18 to 31/Mar/19]	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	ADROIT TRADELINK PRIVATE LIMITED #				
	01-04-2018	158549	0.3708		
	20/07/2018 - Transfer	-158549	0.3708	0	0.0000
	03/08/2018 - Transfer	44773	0.1047	44773	0.1047
	31-03-2019	44773	0.1047	44773	0.1047
2	LIFE INSURANCE CORPORATION OF INDIA				
	01-04-2018	671950	1.5716		
	31-03-2019	671950	1.5716	671950	1.5716
3	MONARCH NETWORK FINSERVE PRIVATE LIMITED*				
	01-04-2018	0	0.0000		
	20/07/2018 - Transfer	158549	0.3708	158549	0.3708
	31-03-2019	158549	0.3708	158549	0.3708

Sl. No.	Name	Shareholding at the beginning [01/Apr/18]/end of the year [31/Mar/19]		Cumulative Shareholding during the year [01/Apr/18 to 31/Mar/19]	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
4	RAJPUTANA INVESTMENT SOCIETY PRIVATE LIMITED				
	01-04-2018	172324	0.4030		
	31-03-2019	172324	0.4030	172324	0.4030
5	THE ORIENTAL INSURANCE COMPANY LIMITED				
	01-04-2018	89026	0.2082		
	31-03-2019	89026	0.2082	89026	0.2082
6	FOUNTAIN VANIJYA PRIVATE LIMITED				
	01-04-2018	100000	0.2339		
	31-03-2019	100000	0.2339	100000	0.2339
7	MAGADH TRADERS LTD				
	01-04-2018	104245	0.2438		
	31-03-2019	104245	0.2438	104245	0.2438
8	NIHARIKA INDIA LTD #				
	01-04-2018	74643	0.1746		
	31-03-2019	74643	0.1746	74643	0.1746
9	MANGLAM INDIA LIMITED				
	01-04-2018	165702	0.3876		
	31-03-2019	165702	0.3876	165702	0.3876
10	DHM TRADING PVT LTD				
	01-04-2018	102964	0.2408		
	25/05/2018 - Transfer	3500	0.0082	106464	0.2490
	31-03-2019	106464	0.2490	106464	0.2490
11	ASSET RECONSTRUCTION COMPANY (INDIA) LIMITED				
	01-04-2018	11100000	25.9618		
	06/04/2018 - Transfer	-5150000	13.6949	5950000	15.8223
	13/04/2018 - Transfer	5150000	12.0453	11100000	25.9618
	11/01/2019 - Transfer	5150000	10.7504	16250000	33.9212
	22/03/2019 - Transfer	-5150000	12.0453	11100000	25.9618
	31-03-2019	11100000	25.9618	11100000	25.9618
12	VINEET NAHATA *				
	01-04-2018	0	0.0000		
	13/04/2018 - Transfer	41211	0.0964	41211	0.0964
	20/04/2018 - Transfer	19386	0.0453	60597	0.1417
	27/04/2018 - Transfer	4448	0.0104	65045	0.1521
	11/05/2018 - Transfer	2803	0.0066	67848	0.1587
	18/05/2018 - Transfer	1000	0.0023	68848	0.1610
	25/05/2018 - Transfer	-23122	0.0541	45726	0.1069

Sl. No.	Name	Shareholding at the beginning [01/Apr/18]/end of the year [31/Mar/19]		Cumulative Shareholding during the year [01/Apr/18 to 31/Mar/19]	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	01/06/2018 - Transfer	-23000	0.0538	22726	0.0532
	15/06/2018 - Transfer	1	0.0000	22727	0.0532
	22/06/2018 - Transfer	20457	0.0478	43184	0.1010
	29/06/2018 - Transfer	2415	0.0056	45599	0.1067
	06/07/2018 - Transfer	30778	0.0720	76377	0.1786
	13/07/2018 - Transfer	-2172	0.0051	74205	0.1736
	20/07/2018 - Transfer	2131	0.0050	76336	0.1785
	27/07/2018 - Transfer	6781	0.0159	83117	0.1944
	03/08/2018 - Transfer	4582	0.0107	87699	0.2051
	10/08/2018 - Transfer	138	0.0003	87837	0.2054
	17/08/2018 - Transfer	15200	0.0356	103037	0.2410
	24/08/2018 - Transfer	7339	0.0172	110376	0.2582
	31/08/2018 - Transfer	1400	0.0033	111776	0.2614
	07/09/2018 - Transfer	5909	0.0138	117685	0.2753
	14/09/2018 - Transfer	-840	0.0020	116845	0.2733
	28/09/2018 - Transfer	-5695	0.0133	111150	0.2600
	01/02/2019 - Transfer	1000	0.0021	112150	0.2341
	08/02/2019 - Transfer	88	0.0002	112238	0.2343
	31-03-2019	112238	0.2625	112238	0.2625

* Not in the list of Top 10 shareholders as on 01/04/2018. The same has been reflected above since the shareholder was one of the Top 10 shareholders as on 31/03/2019.

Ceased to be in the list of Top 10 shareholders as on 31/03/2019. The same is reflected above since the shareholder was one of the Top 10 shareholders as on 01/04/2018.

v) Shareholding of Directors and Key Managerial Personnel

Sl. No	Name	Shareholding at the beginning [01/Apr/18]/end of the year [31/Mar/19]		Cumulative Shareholding during the year [01/Apr/18 to 31/Mar/19]	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	SUNIL KUMAR KHAITAN				
	01-04-2018	274662	0.6424		
	31-03-2019	274662	0.6424	274662	0.6424

V. INDEBTEDNESS

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total
Indebtedness at the beginning of the financial year (1 st April,2018)				
i) Principal Amount	3105	4030	-	7135
ii) Interest due but not paid	181	-	-	181
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	3286	4030	-	7316
Change in indebtedness during the financial year				
Addition (PRIN+INT)	1654	7367	-	9021
Reduction (PRIN)	2273	5330	-	7603
Net change	-619	2037	-	1418
Indebtedness at the end of the financial year (31st March, 2019)				
i) Principal Amount	2473	6067	-	8540
ii) Interest due but not paid	194	-	-	194
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	2667	6067	-	8734

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager	Total Amount (Rs.in lacs)
		Mr. Sunil Khaitan	
1.	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	29.60	29.60
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	27.78	27.78
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	NIL	NIL
2.	Stock Option	NIL	NIL
3.	Sweat Equity	NIL	NIL
4.	Commission	NIL	NIL
	- as % of profit		
	- others, specify...		
5.	Others, please specify		
	Total (A)	57.38	57.38
	Ceiling as per the Act	84.00	84.00

*Excluding Provident Fund contribution of Rs. 3.55 lacs

B. Remuneration to other directors:

	Particular of remuneration	Name of Directors				Total Amount (Rs. in lacs)
		Mr. Parmanand Tiwari	Dr. Rajiva	Mr. Dipak Dasgupta	Ms. Surabhi Sanganeria	
1	Independent Directors					
	a) Fee for attending Board/Committee Meetings	0.54	0.54	0.92	0.38	2.38
	b) Commission					
	c) Other, please specify					
	Total (1)	0.54	0.54	0.92	0.38	2.38
2.	Other Non-Executive Directors :	Mr. Manash Chakraborty (Nominee of ARCIL till 02.08.2018)	Mr. Dip Mitra (Nominee of ARCIL from 02.08.2018)			
	a) Fee for attending Board/Committee Meetings	0.23	0.49			0.72
	b) Commission					
	c) Other, please specify					
	Total (2)	0.23	0.49			0.72
	Total (B) = (1+2)					3.10
	Total Managerial Remuneration (A+B)					60.48
	Overall Ceiling as per the Act	All the independent and non-executive Directors have been paid sitting fees for attending Board meetings and Committee meetings which is well within the limits prescribed under the Companies Act, 2013.				

a. Remuneration to Key Managerial personnel other than MD /Manager/WTD

Sl. No.	Particulars of Remuneration	Key Managerial Personnel		
		CFO	Company Secretary	Total (Rs .in lacs)
	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	13.25	8.95	22.20
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	37.02	18.63	55.65
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961			
2.	Stock Option	NIL	NIL	NIL
3.	Sweat Equity	NIL	NIL	NIL
4.	Commission - as % of profit - others, specify...	NIL	NIL	NIL
5.	Others, please specify	NIL	NIL	NIL
	Total	50.27	27.58	77.85

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	NIL	---	NONE	---	---
Punishment	NIL	---	NONE	---	---
Compounding	NIL	---	NONE	---	---
B. DIRECTORS					
Penalty	NIL	---	NONE	---	---
Punishment	NIL	---	NONE	---	---
Compounding	NIL	---	NONE	---	---
C. OTHER OFFICERS IN DEFAULT					
Penalty	NIL	---	NONE	---	---
Punishment	NIL	---	NONE	---	---
Compounding	NIL	---	NONE	---	---

ANNEXURE - V

STATEMENT OF DISCLOSURE OF REMUNERATION PURSUANT TO SECTION 197 OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

(i)	The ratio of the remuneration of Chairman & Managing Director to the median remuneration of the employees of the Company for the financial year :	
	Directors	Ratio
	Mr. Sunil Khaitan, Chairman & Managing Director	1:47
(ii)	The percentage increase in remuneration of Chairman & Managing Director , Chief Financial Officer and Company Secretary in the financial year :	
		% increase/(decrease)
	Mr. Sunil Khaitan, Chairman & Managing Director	36.80%
	Mr. S.J. Sengupta, CFO	3.20%
	Mr. S.K. Kejriwal, Company Secretary	35.33%
(iii)	The percentage increase in the median remuneration of employees in the financial year :	4.06%
(iv)	The number of permanent employees on the rolls of company : (as on 31st March, 2019)	510
(v)	Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:	
	Average percentile increase is 4.06% in respect of all the employees except managerial personnel. The remuneration of CMD was revised in view of efforts made by him in revival of the Company and ongoing upgradation and modernization plan undertaken by the Company under his leadership. Further, remuneration of Company Secretary was increased keeping in view the additional work load given to him.	
(vi)	Affirmation that the remuneration is as per the remuneration policy of the Company	
	The Company affirms that the remuneration paid to employees is in accordance with the Remuneration Policy of the Company.	