

ANNEXURE - II TO DIRECTORS' REPORT

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 | L18101RJ2007PLC025502 |
| ii) | Registration Date | 14 th December, 2007 |
| iii) | Name of the Company | Bhilwara Technical Textiles Limited |
| iv) | Category / Sub-Category of the Company | Public Company/ Company limited by shares |
| v) | Address of the Registered office and contact details | LNJ Nagar, Mordi, Banswara, Rajasthan – 327 001
Tel.No. +91-2961-231251-52, 231385,
+91-2962-302400
Website: www.bttil.co.in
E-mail: bttil.investor@lnjbhilwara.com |
| vi) | Whether listed company | Yes |
| vii) | Name, Address and Contact details of Registrar and Transfer Agent, if any | BEETAL Financial & Computer Services (P) Ltd.
Beetal House, 3rd Floor, 99, Madangir, Behind Local Shopping Centre, New Delhi – 110 062
Tel. No. 011-29961281-83, Fax No. 011-29961284
E-mail : beetalrta@gmail.com ,
beetal@beetalfinancial.com |

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10 % or more of the total turnover of the company are given hereunder.

S No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1.	Other Yarn & fabrics	99611319	100.00

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S No	Name & Address of the Company	CIN/GLN	Holding / Subsidiary / Associate	% of Shares Held	Applicable Section
1	BMD Private Limited Village- Mordi, Tehsil- Ghatol, Banswara, Rajasthan- 327 001	U18101RJ1996PTC012501	Associate	49.87	2(6)

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 01.04.2018				No. of Shares held at the end of the year 31.03.2019				% change during the Year
	Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
(A) Promoters									
1 Indian									
(a) Individual / HUF	2,22,53,924	-	2,22,53,924	38.12	2,22,53,924	-	2,22,53,924	38.12	0.00
(b) Central Govt	-	-	-	-	-	-	-	-	-
(c) State Govt (s)	-	-	-	-	-	-	-	-	-
(d) Bodies Corporate	1,49,22,267	-	1,49,22,267	25.57	1,49,22,267	-	1,49,22,267	25.57	0.00
(e) Banks / FI									
(f) Any Other									
Subtotal (A) (1)	3,71,76,191	-	3,71,76,191	63.69	3,71,76,191	-	3,71,76,191	63.69	0.00
2 Foreign									
(a) NRIs - Individuals	-	-	-	-	-	-	-	-	-
(b) Other - Individuals	-	-	-	-	-	-	-	-	-
(c) Bodies Corporate	-	-	-	-	-	-	-	-	-
(d) Banks / FI	-	-	-	-	-	-	-	-	-
(e) Any Other	-	-	-	-	-	-	-	-	-
Subtotal (A) (2)	-	-	-	-	-	-	-	-	-
Total Shareholding of Promoters (A) = (A) (1) + (A) (2)	3,71,76,191	-	3,71,76,191	63.69	3,71,76,191	-	3,71,76,191	63.69	0.00
(B) Public shareholding									
1 Institutions									
(a) Mutual Funds	6,013	46,625	52,638	0.09	6013	46625	52638	0.09	0.00
(b) Banks / FI	29281	2,487	31768	0.05	29281	2487	31768	0.05	0.00
(c) Central Govt	-	-	-	-	-	-	-	-	-
(d) State Govt (s)	-	-	-	-	-	-	-	-	-
(e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
(f) Insurance Companies	12,55,314	-	12,55,314	2.16	1255314	-	1255314	2.16	0.00
(g) FIs	1	250	251	0.00	0	250	250	0.00	0.00
(h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
(i) Others	-	-	-	-	-	-	-	-	-
Sub-total (B) (1)	12,90,609	49,362	13,39,971	2.30	12,90,608	49,362	13,39,970	2.30	0.00
B 2 Non-institutions									
(a) Bodies Corporate									
i) Indian	10984032	9676	10993708	18.83	1,07,81,750	9276	1,07,91,026	18.49	0.36
ii) Overseas	-	10,46,250	10,46,250	1.79	-	10,46,250	10,46,250	1.79	0.00

Category of Shareholders	No. of Shares held at the beginning of the year 01.04.2018				No. of Shares held at the end of the year 31.03.2019				% change during the Year
	Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
(b) Individuals									
i) Individual shareholders holding nominal share capital up to Rs 1 lakh	58,38,007	9,59,225	67,97,232	11.64	57,49,050	8,33,341	65,82,391	11.28	0.23
ii) Individual shareholders holding nominal share capital in excess of ₹ 1 lakh.	4,71,646	0	4,71,646	0.81	7,36,630	-	7,36,630	1.26	-0.22
(c) Others									
i) Trust	250	-	250	0.00	250	-	250	0.00	0.00
ii) NRI	99408	22,521	121929	0.21	87022	22521	109543	0.19	-0.02
iii) Clearing Member	1454	-	1454	0.00	152596	0	152596	0.26	0.26
iv) HUF	424674	0	424674	0.73	4,38,458	0	4,38,458	0.75	0.02
Sub-total (B) (2)	1,78,19,471	2037672	1,98,57,143	34.01	17945756	1911388	19857144	34.01	0.72
(B) Total Public Shareholding (B) = (B)(1)+(B)(2)	1,91,10,080	2087034	2,11,97,114	36.31	19236364	1960750	2,11,97,114	36.31	-0.00
(C) Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A) + (B) + (C)	5,62,86,271	20,87,034	5,83,73,305	100.00	5,64,12,555	19,60,750	5,83,73,305	100	0.00

ii) Shareholding of Promoters

S. No	Shareholder's Name	Shareholding at the beginning of the year 01 st April, 2018			Shareholding at the end of the year-31 st March, 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	Shri Shekhar Agarwal	26,16,425	4.48	-	26,16,425	4.48	-	0.00
2	Shri Shekhar Agarwal-HUF	40,27,344	6.90	-	40,27,344	6.90	-	0.00
3	Smt. Shashi Agarwal	77,59,855	13.29	-	1,01,59,855	17.40	-	4.11
4	Ms. Shuchi Poddar	25,34,685	4.34	-	134685	0.23	-	(4.11)
5	Shri Shantanu Agarwal	53,08,115	9.09	-	53,08,115	9.09	-	0.00
6	Shri Shekhar Agarwal- Trust	3,750	0.01	-	3,750	0.01	-	0.00
7	Shri Shantanu Agarwal-HUF	3,750	0.01	-	3,750	0.01	-	0.00
8	M/s Agarwal Finestate Pvt. Ltd.	73,15,358	12.53	-	7315358	12.53	-	9.75
9	M/s LNJ Financial Services Ltd.	21,250	0.04	-	21,250	0.04	-	0.00
10	M/s Ultramarine Impex Pvt. Ltd.	25,05,477	4.29	-	25,05,477	4.29	-	0.00
11	M/s Diplomat Leasing and Finance Pvt. Ltd.	14,78,504	2.53	-	14,78,504	2.53	-	0.00
12	M/s Sita Nirman Pvt. Ltd.	3601678	6.17	-	3601678	6.17	-	0.09
	Total	37176191	63.68		37176191	63.68		2.31

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

S No.		Shareholding at the beginning of the year-01.04.2018		Cumulative Shareholding during the Year-31.03.2019	
		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	37176191	63.68	37176191	63.68
2.	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	# (Refer Note)			
	At the end of the year	37176191	63.68	37176191	63.68

Decrease/Increase in shareholding of Promoters group is mentioned hereunder:

SI No.	Name	Shareholding at the beginning of the year 01.04.2018		Date	Increase/ Decrease in Shareholding	Reason	Cumulative Shareholding during the year (01.04.18 to 31.03.2019)	
		No. of Shares at the beginning (01.04.2018)/ End of the Year (31.03.2019)	% of total Shares of the Company				No. of Shares	% of total shares of the Company
1	Ms. Shashi Agarwal	77,59,855	13.29	01.04.2018				
				12.10.2018	24,00,000	Purchase		
				31.03.2019			1,01,59,855	17.41
2	Ms. Shuchi Poddar	25,34,685	4.34	01.04.2018				
				12.10.2018	-24,00,000	Transfer		
				31.03.2019			1,34,685	0.23

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

S No.	Name	Shareholding		Date	Increase / Decrease in Shareholding	Reason	Cumulative Shareholding during the year (01.04.18 to 31.03.2019)	
		No of Shares at the beginning (01-04-2018)/ End of the Year (31.03.2019)	% of total shares of the company				No. of shares	% of total shares of the company
1	Anderson Dealtrade Pvt. Ltd.	5061215	8.67	01.04.2018				
				03.08.2018	100000	Purchase	5161215	8.84
				10.08.2018	250474	Purchase	5411689	9.27
				31.03.2019			5411689	9.27
2	Inter Globe Capital Market Ltd	1038688	1.7794	01.04.2018				
				09.11.2018	50000	Purchase	1088688	1.87
				16.11.2018	50000	Purchase	1138688	1.95
				07.12.2018	50000	Purchase	1188688	2.03
				15.03.2019	199006	Purchase	1387694	2.38
				22.03.2019	348946	Purchase	1736640	2.98
				29.03.2019	803213	Purchase	2539853	4.35
				30.03.2019	320	Purchase	2540173	4.35
				31.03.2019			2540173	4.35

S No.	Name	Shareholding		Date	Increase / Decrease in Shareholding	Reason	Cumulative Shareholding during the year (01.04.18 to 31.03.2019)	
		No of Shares at the beginning (01-04-2018)/ End of the Year (31.03.2019)	% of total shares of the company				No. of shares	% of total shares of the company
3	Life Insurance Corporation of India	1255236	2.15	01.04.2018	0	Nil movement during the year	1255236	2.15
		1255236	2.15	31.03.2019	0		1255236	2.15
4	KLG Orchards And Resorts Pvt. Ltd.	1116500	1.91	01.04.2018	0	Nil movement during the year	1116500	1.91
		1116500	1.91	31.03.2019	0		1116500	1.91
5	Deltra Ltd.	976500	1.67	01.04.2018	0	Nil movement during the year	976500	1.67
		976500	1.67	31.03.2019	0		976500	1.67
6	Symphony Merchants Pvt. Ltd.	5,36,000	0.92	01.04.2018				
				17.08.2018	-1000	Transfer	5,35,000	0.92
				24.08.2018	-1500	Transfer	5,33,500	0.91
				31.08.2018	-200	Transfer	5,33,300	0.91
				14.09.2018	-200	Transfer	5,33,100	0.91
				28.09.2018	-200	Transfer	5,32,900	0.91
				05.10.2018	-100	Transfer	5,32,800	0.91
				12.10.2018	-500	Transfer	5,32,300	0.91
				19.10.2018	-2200	Transfer	5,30,100	0.91
				02.11.2018	-800	Transfer	5,29,300	0.91
				09.11.2018	-300	Transfer	5,29,000	0.91
				16.11.2018	-2000	Transfer	5,27,000	0.90
				30.11.2018	-2300	Transfer	5,24,700	0.90
				07.12.2018	-1200	Transfer	5,23,500	0.90
				14.12.2018	-600	Transfer	5,22,900	0.90
				21.12.2018	-800	Transfer	5,22,100	0.89
				28.12.2018	-700	Transfer	5,21,400	0.89
		04.01.2019	-1000	Transfer	5,20,400	0.89		
		11.01.2019	-800	Transfer	5,19,600	0.89		
		18.01.2019	-300	Transfer	5,19,300	0.89		
		08.02.2019	-400	Transfer	5,18,900	0.89		
		08.03.2019	-1500	Transfer	5,17,400	0.89		
		15.03.2019	-1500	Transfer	5,15,900	0.88		
		31.03.2019			5,15,900	0.88		
7.	G Shankar	3000	0.0051	01.04.2018				
				13.04.2018	3604	Purchase	6604	0.01
				20.04.2018	1300	Purchase	7904	0.01
				27.04.2018	5400	Purchase	13304	0.02
				25.05.2018	3500	Purchase	16804	0.02
				08.06.2018	15400	Purchase	32204	0.05
				15.06.2018	31870	Purchase	64074	0.10
				22.06.2018	32571	Purchase	96645	0.17
				29.06.2018	5490	Purchase	102135	0.18
		06.07.2018	24404	Purchase	126539	0.22		
		13.07.2018	4200	Purchase	130739	0.22		

S No.	Name	Shareholding		Date	Increase / Decrease in Shareholding	Reason	Cumulative Shareholding during the year (01.04.18 to 31.03.2019)	
		No of Shares at the beginning (01-04-2018)/ End of the Year (31.03.2019)	% of total shares of the company				No. of shares	% of total shares of the company
				20.07.2018	21012	Purchase	151751	0.26
				27.07.2018	12784	Purchase	164535	0.28
				03.08.2018	23545	Purchase	188080	0.32
				10.08.2018	429	Purchase	188509	0.32
				24.08.2018	5900	Purchase	194409	0.33
				31.08.2018	2700	Purchase	197109	0.34
				07.09.2018	8000	Purchase	205109	0.35
				14.09.2018	4307	Purchase	209416	0.36
				21.09.2018	8980	Purchase	218396	0.37
				28.09.2018	2000	Purchase	220396	0.38
				12.10.2018	1900	Purchase	222296	0.38
				19.10.2018	200	Purchase	222496	0.38
				02.11.2018	9581	Purchase	232077	0.40
				16.11.2018	40	Purchase	232117	0.40
				25.01.2019	1696	Purchase	233813	0.40
				08.02.2019	2000	Purchase	235813	0.41
				01.03.2019	4290	Purchase	240103	0.43
				08.03.2019	12697	Purchase	252800	0.45
				15.03.2019	10947	Purchase	263747	0.45
				29.03.2019	1237	Purchase	264984	0.45
		264984	0.4539	31.03.2019			264984	0.45
8.	Kamal Metharam Jagwani	241646	0.41	01.04.2018	0	Nil movement during the year	241646	0.41
		241646	0.41	31.03.2019			241646	0.41
9.	Veena K Jagwani	230000	0.39	01.04.2018	0	Nil Movement during the year	230000	0.39
		230000	0.39	31.03.2019			230000	0.39
10.	Anjaney Stock Broking Limited	4349	0.0075	01.04.2018				
				27.07.2018	-4349	Transfer	0	0.00
				03.08.2018	200000	Purchase	200000	0.34
				10.08.2018	-200000	Transfer	0	0.34
				02.11.2018	50000	Purchase	50000	0.09
				09.11.2018	-50000	Transfer	0	0.09
				15.03.2019	101000	Purchase	101000	0.17
				22.03.2019	299000	Purchase	400000	0.69
				29.03.2019	-249680	Transfer	150320	0.26
				30.03.2019	-320	Transfer	150000	0.26
		150000	0.26	31.03.2019			150000	0.26

v) **Shareholding of Directors and Key Managerial Personnel**

S No	Name	Shareholding		Date	Increase / Decrease in Shareholding	Reason	Cumulative Shareholding during the year (01.04.18 to 31.03.2019)	
		No of Shares at the beginning (01-04-2018)/ End of the Year (31.03.2019)	% of total shares of the company				No. of shares	% of total shares of the company
1	Shri Shekhar Agarwal, Chairman, Managing Director, CEO & KMP	26,16,425	4.48	01.04.2018	0	Nil movement during the year	26,16,425	4.48
		26,16,425	4.48	31.03.2019				
2	Shri Shantanu Agarwal	53,08,115	9.09	01.04.2018	0	Nil movement during the year	53,08,115	9.09
		53,08,115	9.09	31.03.2019				
3	Shri Riju Jhunjhunwala	0	0.00	01.04.2018	0	Nil movement during the year	0	0.00
		0	0.00	31.03.2019				
4	Shri P. S. Dasgupta	0	0.00	01.04.2018	0	Nil movement during the year	0	0.00
		0	0.00	31.03.2019				
5	Smt. Sunita Mathur	0	0.00	01.04.2018	0	Nil movement during the year	0	0.00
		0	0.00	31.03.2019				
6	Shri Arjun Sharma, Company Secretary, CFO and KMP	0	0.00	01.04.2018	0	Nil movement during the year	0	0.00
		0	0.00	31.03.2019				

V. **INDEBTEDNESS**

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

(₹ In Lakhs)

S No	Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
A	Indebtedness at the beginning of the financial year	NIL			
i)	Principal Amount				
ii)	Interest due but not paid				
iii)	Interest accrued but not due				
	Total (i+ii+iii)				
B	Change in Indebtedness during the financial year				
	* Addition				
	* Reduction				
	Net Change				
C	Indebtedness at the end of the financial year				
i)	Principal Amount				
ii)	Interest due but not paid				
iii)	Interest accrued but not due				
	Total (i+ii+iii)				

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

(₹ In Lakhs)

S No	Particulars of remuneration	Shri Shekhar Agarwal, Managing Director & CEO*	Total Amount
1	Gross salary	Nil	Nil
	(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		
5	Others, please specify		
	Total (A)	Nil	Nil
	Ceiling as per the Act		

* No remuneration is paid to Shri Shekhar Agarwal, Chairman, Managing Director & CEO of the Company

B. Remuneration to other director

(₹ In Lakhs)

S No	Particulars of Directors	Fee for attending Board / Committee meetings	Commission	Others	Total Amount
1	Independent Directors				
i	Shri Priya Shankar Dasgupta	0.24	-	-	0.24
ii	Smt. Sunita Mathur	0.32	-	-	0.32
	Total B (1)	0.56	-	-	0.56
2	Other Non-Executive Directors				
i	Shri Riju Jhunjunwala	0.24	-	-	0.24
ii	Shri Shantanu Agarwal	0.08	-	-	0.08
	Total B (2)	0.32	-	-	0.32
	Total B (1) + B (2)	0.88	-	-	0.88
	Overall Ceiling as per the Act				

C. Remuneration to Key Managerial Personnel (other than MD)

(₹ In Lakhs)

Sl. No	Particular of Remuneration	Shri Rahul Handa, Company Secretary and CFO (Up to 13 th June, 2018)	Shri Nand Lal Thakur, Company Secretary and CFO (From 08 th August, 2018 to 12 th December, 2018)	Shri Arjun Sharma, Company Secretary and CFO (From 7 th February, 2019)	Total
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	2.11	1.30	0.57	3.98
	(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	-	-	-	-
5	Others, please specify	-	-	-	-
	Total (A)	2.11	1.30	0.57	3.98
	Ceiling as per the Act				

VII. PENALTIES/ PUNISHMENTS / COMPOUNDING OF OFFENCES

TYPE		Section of the Companies Act, 2013	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					
C.	Other Officers in Default					
	Penalty					
	Punishment					