

Annexure A
FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN

As on financial year ended on 31.03.2016

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.

I. REGISTRATION & OTHER DETAILS:

1.	CIN	L99999MH1987PLC042076
2.	Registration Date	1 st January, 1987
3.	Name of the Company	Donear Industries Limited
4.	Category/Sub-category of the Company	Company Limited by Shares/ Indian Non-Government Company
5.	Address of the Registered office & contact details	Donear House, Plot No. A-50, Road No. 1, MIDC, Andheri (East), Mumbai – 400 093 Tel. 022 -3076 8100 Fax. 022-28370041
6.	Whether listed company	Yes
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Link Intime India Private Limited C-13, Pannalal Silk Mills Compound, L B S Marg, Bhandup (West), Mumbai – 400 078 Tel. 022 -2596 3838 Fax: 022-25946969

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)

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Cotton Fabrics	5209	33.48%
2	Polyester Viscose Fabrics	5515	47.97%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -

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	N.A	N.A	N.A

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

Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year[As on 31-March-2015]				No. of Shares held at the end of the year[As on 31-March-2016]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoter s									
(1) Indian									
a) Individual/ HUF	30704198	40000	30744198	59.13	30704198	40000	30744198	59.13	0.00
b) Central Govt	0	0	0	0	0	0	0	0	0.00
c) State Govt(s)	0	0	0	0	0	0	0	0	0.00
d) Bodies Corp.	8254000	0	8254000	15.87	8254000	0	8254000	15.87	0.00
e) Banks / FI	0	0	0	0	0	0	0	0	0.00
f) Any other	0	0	0	0	0	0	0	0	0.00
Total shareholding of Promoter (A)	38958198	40000	38998198	75.00	38958198	40000	38998198	75.00	0.00

B. Public Shareholding									
1. Institutions									
a) Mutual Funds	146518	0	146518	0.28	146518	0	146518	0.28	0.00
b) Banks / FI	0	0	0	0	0	0	0	0	0.00
c) Central Govt	0	0	0	0	0	0	0	0	0.00
d) State Govt(s)	0	0	0	0	0	0	0	0	0.00
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0.00
f) Insurance Companies	0	0	0	0	0	0	0	0	0.00
g) FIs	7268664	0	7268664	13.98	13125	0	13125	0.02	(13.96)
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0.00
i) Others (specify)	0	0	0	0	0	0	0	0	0.00
Sub-total (B)(1):-	7415182	0	7415182	14.26	159643	0	159643	0.30	(13.96)
2. Non-Institutions									
a) Bodies Corp.	478855	0	478855	0.92	620089	0	620089	1.19	0.27
i) Indian	0	0	0	0	0	0	0	0	
ii) Overseas	0	0	0	0	0	0	0	0	
b) Individuals									
i) Individual shareholders holding nominal share capital upto ₹ 1 lakh	3398873	26081	3424954	6.59	6195243	26081	6221324	11.96	5.37
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	1563970	0	1563970	3.01	4765188	0	4765188	9.16	6.15
c) Others (specify)									
Non Resident Indians (Non Repat)	2470	0	2470	0.00	60644	0	60644	0.12	0.12
Non Resident Indians (Repat)	18317	0	18317	0.04	131009	0	131009	0.25	0.22
Clearing Members	98054	0	98054	0.19	532491	0	532491	1.02	0.83
Hindu Undivided Family	0	0	0	0	511414	0	511414	0.98	0.98
Sub-total (B)(2):-	5560539	26081	5586620	10.74	12816078	26081	12842159	24.70	13.96
Total Public Shareholding (B)=(B)(1)+ (B)(2)	12975721	26081	13001802	25.00	12975721	26081	13001802	25.00	0.00
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	51933919	66081	52000000	100.00	51933919	66081	52000000	100.00	0.00

B) Shareholding of Promoter-

SN	Shareholder's Name	Shareholding at the beginning of the year 01/04/2015			Shareholding at the end of the year			% change in shareholding 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	Ajay Agarwal	3729500	7.17	0.00	3729500	7.17	0.00	0.00
2	Ajay Agarwal HUF	2274000	4.37	0.00	2274000	4.37	0.00	0.08
3	Bhavar Devi Agarwal	2768000	5.32	0.08	2768000	5.32	0.08	0.00
4	Donear Retail Private Limited	1840000	3.54	0.00	1840000	3.54	0.00	0.00
5	Donear Synthetics Limited	2600000	5.00	0.00	2600000	5.00	0.00	0.00
6	Lav Kush Traders Private Limited	14000	0.03	0.00	14000	0.03	0.00	0.00
7	Master Surya A. Agarwal	3640750	7.00	0.00	3640750	7.00	0.00	0.00
8	Neena Agarwal	2917750	5.61	0.00	2917750	5.61	0.00	0.00
9	R. Ajaykumar Real Estate LLP	2400000	4.62	0.00	2400000	4.62	0.00	0.00
10	Rahul R. Agarwal	4596000	8.84	0.00	4596000	8.84	0.00	0.00
11	Rajendra Agarwal	3846000	7.40	0.00	3846000	7.40	0.00	0.00
12	Rajendra Synthetics Pvt. Ltd	1040000	2.00	0.00	1040000	2.00	0.00	0.00
13	Rajendra Agarwal HUF	1288000	2.48	0.00	1288000	2.48	0.00	0.00
14	Sonia Synthetics LLP	360000	0.69	0.00	360000	0.69	0.00	0.00
15	Umadevi Agarwal	1850000	3.56	0.00	1850000	3.56	0.00	0.00
16	Vishwanath Agarwal	2434198	4.68	0.00	2434198	4.68	0.00	0.00
17	Vishwanath Agarwal HUF	1400000	2.69	0.00	1400000	2.69	0.00	0.00

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

SN	Particulars	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	38998198	75.00	38998198	75.00
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	0	0	0	0
	At the end of the year	38998198	75.00	38998198	75.00

D) Shareholding Pattern of top ten Shareholders:

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

SN	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
1.	Manju Devi Kejriwal	0	0.0000	754239	1.4505
2.	Vishanji Shamji Dedhia	0	0.0000	580000	1.1154
3.	Renu Rajesh Agarwal	100250	0.1928	565216	1.0870
4.	Rajesh Suresh Agarwal	0	0.0000	560360	1.0776
5.	Mangtooram Laxminarayan Jajodia	241602	0.4646	267265	0.5140
6.	Giniya Devi Agarwal	180989	0.3481	180989	0.3481
7.	Sunita Santosh Goenka	17274	0.0332	179590	0.3454
8.	Sushilkumar Kashiprasad Murarka	155848	0.2997	155848	0.2997
9.	LIC Nomura MF Special Unit Scheme	146518	0.2818	146518	0.2818
10.	Vishal Ravindra Savla	0	0.0000	137000	0.2635

E) Shareholding of Directors and Key Managerial Personnel:

SN	Shareholding of each Directors and each Key Managerial Personnel	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.	Mr. Vishwanath L. Agarwal				
	At the beginning of the year	2434198	4.68	2434198	4.68
	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	2434198	4.68	2434198	4.68
2.	Mr. Rajendra V. Agarwal				
	At the beginning of the year	3846000	7.40	3846000	7.40
	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	3846000	7.40	3846000	7.40
3.	Mr. Ajay V. Agarwal				
	At the beginning of the year	3729500	7.17	3729500	7.17
	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	3729500	7.17	3729500	7.17
4.	Mr. Sreedhar Hirimbi				
	At the beginning of the year	200	0.00	200	0.00
	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	200	0.00	200	0.00

V) **INDEBTEDNESS** -Indebtedness of the Company including interest outstanding/accrued but not due for payment.

(₹ In Lacs)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	27723.75	3722.75	1776.00	33222.50
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	27723.75	3722.75	1776.00	33222.50
Change in Indebtedness during the financial year				
* Addition	-	-	142.58	142.58
* Reduction	(4561.48)	(415.60)	-	(4977.08)
Net Change	(4561.48)	(415.60)	142.58	(4834.50)
Indebtedness at the end of the financial year				
i) Principal Amount	23162.27	3307.15	1908.58	28378.00
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	23162.27	3307.15	1908.58	28378.00

VI. **REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-**

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

(₹ In Lacs)

Sr. No.	Particulars of Remuneration	Name of MD/WTD/Manager			Amount
		MD	WTD	Professional Director	
		Mr. Rajendra Agarwal	Mr. Ajay Agarwal	Mr. Anup Kumar Singh	
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	24.00	9.00	8.23	41.23
	(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, please specify	-	-	-	-
	Total (A)	24.00	9.00	8.23	41.23

B. Remuneration to other directors

(₹ In Lacs)

SN.	Particulars of Remuneration	Name of Directors				Total Amount
1	Independent Directors	Mr. Durgaprasad Agarwal	Mr. Santkumar Agarwal	Mr. Rajagopal Sivaraj	Mrs. Medha Pattanayak	
	Fee for attending board committee meetings	0.10	0.10	0.09	0.04	0.33
	Commission	-	-	-	-	-
	Others, please specify	-	-	-	-	-
	Total (1)	0.10	0.10	0.09	0.04	0.33
2	Other Non-Executive Directors	Mr. Vishwanath L. Agarwal				
	Fee for attending board committee meetings	0.05	-	-	-	0.05
	Commission	-	-	-	-	-
	Others, please specify	-	-	-	-	-
	Total (2)	0.05	-	-	-	0.05
	Total (B)=(1+2)	0.15	0.10	0.09	0.04	0.38

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

I	Particulars of Remuneration	Key Managerial Personnel		Total
		CS	CFO	
		Mr. Sreedhar Hirimbi	Mr. Ashok Agarwal	
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	1.56	15.34	16.90
	(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, please specify	-	-	-
	Total	1.56	15.34	16.90

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	-	-	-	-	-