

Annexure A

**FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN**

As on financial year ended on 31.03.2018

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:

CIN	L99999MH1987PLC042076
Registration Date	1 st January, 1987
Name of the Company	Donear Industries Limited
Category/Sub-category of the Company	Company Limited by Shares/ Indian Non-Government Company
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
Whether listed company	Yes
Name, Address & contact details of the Registrar & Transfer Agent, if any.	Link Intime India Private Limited C-101, 247 Park, L B S Marg, Vikhroli (West) Mumbai – 400 083 Tel. 4918 6000 Fax: 4918 6060

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)

Sr. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Cotton Fabrics	5209	39.06%
2	Polyester Viscose Fabrics	5515	41.87%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -

Sr. 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)

A) Category wise Shareholding

Category of Shareholders	No. of Shares held at the beginning of the year (As on 31st March, 2017)				No. of Shares held at the end of the year (As on 31st March, 2018)				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
1 Indian									
a) Individual / HUF	29954198	40000	29994198	57.68	29986309	40000	30026309	57.74	0.06
b) Central Government	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	8254000	0	8254000	15.87	8254000	0	8254000	15.87	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
Total Shareholding of Promoter (A)	38208198	40000	38248198	73.55	38240309	40000	38280309	73.62	0.06
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	0.00	0	0	0	0.00	0.00
c) Central Government	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) Financial Institutions / Banks	0	0	0	0.00	66528	0	66528	0.13	0.13

Category of Shareholders		No. of Shares held at the beginning of the year (As on 31st March, 2017)				No. of Shares held at the end of the year (As on 31st March, 2018)				% Change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
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)		146518	0	146518	0.28	213046	0	213046	0.41	0.13
2	Non - Institutions									
a)	Bodies Corporate	4283528	0	4283528	8.24	2172774	0	2172774	4.18	-4.06
i)	Indian	0	0	0	0.00	0	0	0	0.00	0.00
ii)	Overseas	0	0	0	0.00	0	0	0	0.00	0.00
b)	Individuals									
i)	Individual shareholders holding nominal share capital upto Rs. 2 lakh	4638346	26081	4664427	8.97	6569497	24081	6593578	12.68	3.71
ii)	Individual shareholders holding nominal share capital in excess of Rs. 2 lakh	3385949	0	3385949	6.51	2967991	0	2967991	5.71	-0.80
c)	Others (Specify)									
	Non Resident Indian (Non Repat)	14191	0	14191	0.03	39030	0	39030	0.08	0.05
	Non Resident Indian (Repat)	108300	0	108300	0.21	81719	0	81719	0.16	-0.05
	Clearing Member	663483	0	663483	1.28	531968	0	531968	1.02	-0.25
	Hindu Undivided Family	485406	0	485406	0.93	1119585	0	1119585	2.15	1.22
Sub Total (B)(2)		13579203	26081	13605284	26.16	13482564	24081	13506645	25.97	-0.19
Total Public Shareholding B = (B)(1)+(B)(2)		13725721	26081	13751802	26.45	13695610	24081	13719691	26.38	-0.06
C	Shares held by Custodian for GDR's & ADRs	0	0	0	0.00	0	0	0	0.00	0.00
Grand Total (A+B+C)		51933919	66081	52000000	100.00	51935919	64081	52000000	100.00	0.00

B) Shareholding of Promoter

Sr. No.	Shareholders Name	No. of Shares held at the beginning of the year (As on 31st March, 2017)			No. of Shares held at the end of the year (As on 31st March, 2018)			% 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	2278704	4.38	0.00	-0.01
3	Bhavar Devi Agarwal	2768000	5.32	0.08	2768000	5.32	0.08	0.00
4	Donear Retail Pvt. Ltd.	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 Pvt. Ltd.	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 Rajendra Agarwal	4596000	8.84	0.00	4596000	8.84	0.00	0.00
11	Rajendra Agarwal	3846000	7.40	0.00	3856814	7.42	0.00	-0.02
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

Sr. No.	Shareholders Name	No. of Shares held at the beginning of the year (As on 31st March, 2017)			No. of Shares held at the end of the year (As on 31st March, 2018)			% 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	
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	1934198	3.72	0.00	1948291	3.75	0.00	-0.03
17	Vishwanath Agarwal HUF	1150000	2.21	0.00	1152500	2.22	0.00	0.00

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

Sr. No.	Particulars	Shareholding at the beginning of the year	% of total Shares of the Company	Date	Increase/Decrease in Shareholding	Reason	Cumulative Shareholding during the year	% of total Shares of the Company
1	Vishwanath Agarwal	1934198	3.72				1934198	3.72
				22-03-2018	14093	Purchase	1948291	3.75
	At the end of the year						1948291	3.75
2	Vishwanath Agarwal HUF	1150000	2.21				1150000	2.21
				06-02-2018	2500	Purchase	1152500	2.22
	At the end of the year						1152500	2.22
3	Ajay Agarwal HUF	2274000	4.37				2274000	4.37
				06-02-2018	4704	Purchase	2278704	4.38
	At the end of the year						2278704	4.38
4	Rajendra Agarwal	3846000	7.40				3846000	7.40
				20-03-2018	5814	Purchase	3851814	7.41
				21-03-2018	5000	Purchase	3856814	7.42
	At the end of the year						3856814	7.42
5	Ajay Agarwal	3729500	7.17		No Change		3729500	7.17
6	Bhavar Devi Agarwal	2768000	5.32		No Change		2768000	5.32
7	Donear Retail Pvt. Ltd.	1840000	3.54		No Change		1840000	3.54
8	Donear Synthetics Limited	2600000	5.00		No Change		2600000	5.00
9	Lav Kush Traders Pvt. Ltd.	14000	0.03		No Change		14000	0.03
10	Master Surya A. Agarwal	3640750	7.00		No Change		3640750	7.00
11	Neena Agarwal	2917750	5.61		No Change		2917750	5.61
12	R Ajaykumar Real Estate LLP	2400000	4.62		No Change		2400000	4.62
13	Rahul Rajendra Agarwal	4596000	8.84		No Change		4596000	8.84
14	Rajendra Synthetics Pvt. Ltd.	1040000	2.00		No Change		1040000	2.00
15	Rajendra Agarwal HUF	1288000	2.48		No Change		1288000	2.48
16	Sonia Synthetics LLP	360000	0.69		No Change		360000	0.69
17	Umadevi Agarwal	1850000	3.56		No Change		1850000	3.56

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

Sr 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
1	Manju Devi Kejriwal	635800	1.22	631837	1.22
2	Renu Agarwal	565216	1.09	565216	1.09
3	Rajesh Suresh Agarwal	560360	1.08	560360	1.08
4	Futurage Corporate Care Private Limited	394182	0.76	394182	0.76
5	Karvy Stock Broking Ltd. F-O Margin	703287	1.35	292504	0.56
6	Santosh Sitaram Goenka	289989	0.56	289989	0.56
7	Suresh Kumar Bhageria HUF	0	0.00	245000	0.47
8	Global Capital Market Ltd.	227367	0.44	224526	0.43
9	Sunita Santosh Goenka	216768	0.42	216768	0.42
10	Deepakkumar Vishwambharlal Bhageria	0	0.00	200000	0.38

E) Shareholding of Directors and Key Managerial Personnel:

Sr. No.	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year	% of total Shares of the Company	Date	Increase/Decrease in Shareholding	Reason	Cumulative Shareholding during the year	% of total Shares of the Company
1	Mr. Vishwanath Agarwal							
	At the beginning of the year	1934198	3.72				1934198	3.72
				22-03-2018	14093	Purchase	1948291	3.75
	At the end of the year						1948291	3.75
2	Mr. Rajendra Agarwal							
	At the beginning of the year	3846000	7.40				3846000	7.40
				20-03-2018	5814	Purchase	3851814	7.41
				21-03-2018	5000	Purchase	3856814	7.42
	At the end of the year						3856814	7.42
3	Mr. Ajay Agarwal							
	At the beginning of the year	3729500	7.17					
	At the end of the year						3729500	7.17
4	Mr. Shreedhar Hirimbi							
	At the beginning of the year	200	0.00					
	At the end of the year						200	0.00
5	Mr. Ashok Agarwal							
	At the beginning of the year	0	0.00					
	At the end of the year						0	0.00

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

(Rs. in Lacs)

Particulars		Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtness
Indebtness at the beginning of the financial year					
i)	Principal Amount	23942.51	2496.9	0.00	26439.41
ii)	Interest due but not paid	0	0	0	0
iii)	Interest accrued but not due	0	0	0	0
Total (i+ii+iii)		23942.51	2496.9	0.00	26439.41
Change in Indebtness during the financial year					
*	Addition	2404.87	1555.55	0.00	3960.42
*	Reduction	0	0.00	0	0.00
Net Change		2404.87	1555.55	0.00	3960.42
Indebtness at the end of the financial year					
i)	Principal Amount	26347.38	4052.45	0	30399.83
ii)	Interest due but not paid	0	0	0	0.00
iii)	Interest accrued but not due	0	0	0	0.00
Total (i+ii+iii)		26347.38	4052.45	0.00	30399.83

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL
A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

(Rs. in Lacs)

Sr. No.	Particulars	Name of MD /WTD/ Manager			Amount
		MD	WTD	Professional Director	
		Mr. Rajendra V. 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	28.03	10.51	10.24	48.78
b	Value of perquisites u/s 17(2) of the Income Tax Act, 1961	0	0	0	0
c	Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	0	0	0	0
2	Stock Option	0	0	0	0
3	Sweat Equity	0	0	0	0
4	Commission	0	0	0	0
	as % of profit	0	0	0	0
	Others specify	0	0	0	0
5	Others please specify	0	0	0	0
Total (A)		28.03	10.51	10.24	48.78

B. Remuneration to other directors

(Rs. in Lacs)

Sr. No.	Particulars	Name of Directors				Amount
		Mr. Durgaprasad Agarwal	Mr. Santkumar Agarwal	Mr. Rajagopal Sivaraj	Mrs. Medha Pattanayak	
1	Independent Directors					
	Fee for attending board committee meetings	0.08	0.08	0.02	0.04	0.22
	Commission	0	0	0	0	0.00
	Others please specify	0	0	0	0	0.00
	Total (1)	0.08	0.08	0.02	0.04	0.22
2	Other Non-executive Directors					
	Fee for attending board committee meetings	0.04	0.00	0.00	0.00	0.04
	Commission	0	0.00	0.00	0.00	0.00
	Others please specify	0	0.00	0.00	0.00	0.00
	Total (2)	0.04	0.00	0.00	0.00	0.04
	Total (B) = (1+2)	0.12	0.08	0.02	0.04	0.26

C. Remuneration to key managerial personnel other than MD/Manager/WTD

(Rs. in Lacs)

Sr. No.	Particulars of Remuneration	Key Managerial Personnel		Amount
		Company Secretary	Chief Financial Officer	
		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	2.23	16.44	18.67
b	Value of perquisites u/s 17(2) of the Income Tax Act, 1961	0	0	0.00
c	Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	0	0	0.00
2	Stock Option	0	0	0.00
3	Sweat Equity	0	0	0.00
4	Commission	0	0	0.00
	as % of profit	0	0	0.00
	Others specify	0	0	0.00
5	Others please specify	0	0	0.00
	Total	2.23	16.44	18.67

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]	Appeal made, if any give details
A. COMPANY					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
B. COMPOUNDING					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
C. OTHERS OFFICERS IN DEFAULT					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-