

## EXTRACT OF ANNUAL RETURN

Form No. MGT-9  
as on the financial year ended on 31<sup>st</sup> March, 2020

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies  
(Management and Administration) Rules, 2014]

### I. Registration & other details:

CIN	L17119PN1990PLC058139
Registration Date	12 <sup>th</sup> September, 1990
Name of the Company	Pranavaditya Spinning Mills Limited
Category/ Sub - Category of the Company	Public Company / Limited by shares
Address of the Registered office and contact details	Office No. 2, Plot No. 266, Village Alte, Kumbhoj Road, Taluka Hatkanangale, Kolhapur - 416109, Maharashtra. Phone : (0230) – 2463100/2461929 Email : <a href="mailto:works@pranavaditya.com">works@pranavaditya.com</a> Website : <a href="http://www.pranavaditya.com">www.pranavaditya.com</a>
Whether listed Company	Yes
Name, Address and Contact details of Registrar and Transfer Agent, if any	Bigshare Services Private Limited 1 <sup>st</sup> Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri (East), Mumbai- 400059 Tel : 022-62638200 Fax : 022-62638299 Email id : <a href="mailto:investor@bigshareonline.com">investor@bigshareonline.com</a> Website : <a href="http://www.bigshareonline.com">www.bigshareonline.com</a>

### II. Principal business activities of the Company

(Business activities contributing 10% or more of the total turnover of the Company)

Sr. No.	Name and Description of main products / services	NIC Code of the Product / service	% to total turnover of the Company
1	Preparation and spinning of Cotton fibers including blended cotton	13111	100%

### III. Particulars of Holding, Subsidiary and Associate Companies

Sr. No.	Name & Address of the Company	CIN / GLN	Holding/ Subsidiary/ Associate	% of Shares held	Applicable Section of the Companies Act, 2013
1	Indo Count Industries Limited Office No. 1, Plot No. 266, Village Alte, Kumbhoj Road, Taluka Hatkanangale, Kolhapur - 416109, Maharashtra.	L72200PN1988PLC068972	Holding Company	74.53%	2 (87)

#### IV. SHAREHOLDING 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 [As on 01.04.2019]				No. of Shares held at the end of the year [As on 31.03.2020]				% Change during the year
	Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
<b>A. Promoters</b>									
<b>1) Indian</b>									
a) Individuals / HUF	0	0	0	0.00	0	0	0	0.00	0.00
b) Central Government	0	0	0	0.00	0	0	0	0.00	0.00
c) State Government(s)	0	0	0	0.00	0	0	0	0.00	0.00
d) Bodies Corporate	14341280	0	14341280	74.53	14341280	0	14341280	74.53	0.00
e) Banks / Financial Institutions	0	0	0	0.00	0	0	0	0.00	0.00
f) Any others (Specify)	0	0	0	0.00	0	0	0	0.00	0.00
<b>Sub Total (A)(1)</b>	<b>14341280</b>	<b>0</b>	<b>14341280</b>	<b>74.53</b>	<b>14341280</b>	<b>0</b>	<b>14341280</b>	<b>74.53</b>	<b>0.00</b>
<b>2) Foreign</b>									
a) NRIs – Individuals	0	0	0	0.00	0	0	0	0.00	0.00
b) Other – Individuals	0	0	0	0.00	0	0	0	0.00	0.00
c) Bodies Corporate	0	0	0	0.00	0	0	0	0.00	0.00
d) Banks / Financial Institutions	0	0	0	0.00	0	0	0	0.00	0.00
e) Any other	0	0	0	0.00	0	0	0	0.00	0.00
<b>Sub Total (A)(2)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
<b>Total Shareholding of Promoter and Promoter Group (A)=(A)(1)+(A)(2)</b>	<b>14341280</b>	<b>0</b>	<b>14341280</b>	<b>74.53</b>	<b>14341280</b>	<b>0</b>	<b>14341280</b>	<b>74.53</b>	<b>0.00</b>
<b>B. Public Shareholding</b>									
<b>1) Institutions</b>									
a) Mutual Funds	0	0	0	0.00	0	0	0	0.00	0.00
b) Banks / Financial Institutions	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 Government(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) Foreign Institutional Investors	0	0	0	0.00	0	0	0	0.00	0.00
h) Foreign Venture Capital Investors	0	0	0	0.00	0	0	0	0.00	0.00
i) Any other	0	0	0	0.00	0	0	0	0.00	0.00
<b>Sub Total (B)(1)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
<b>2) Non-Institutions</b>									
a) Bodies Corporate									
i. Indian	1864853	850	1865703	9.70	1958993	850	1959843	10.19	0.49
ii. Overseas	0	0	0	0.00	0	0	0	0.00	0.00
b) Individuals (includes HUF)									
i. Individual Shareholders holding nominal share capital up to ₹ 1 lakh	634168	52353	686521	3.57	644825	51393	696218	3.62	0.05

Category of Shareholders	No. of Shares held at the beginning [As on 01.04.2019]				No. of Shares held at the end of the year [As on 31.03.2020]				% Change during the year
	Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
ii. Individual shareholders holding nominal share capital in excess of ₹ 1 lakh	2310876	0	2310876	12.01	2208781	0	2208781	11.48	(0.53)
c) Any other (specify)									
c-i) Clearing Member	2313	0	2313	0.01	271	0	271	0.00	(0.01)
c-ii) Trust	7596	0	7596	0.04	7596	0	7596	0.04	0.00
c-iii) NRI	1039	9960	10999	0.06	0	0	0	0.00	(0.06)
c-iv) NRI (Non Repat)	256	0	256	0.00	556	0	556	0.00	0.00
c-v) NRI (Repat)	15736	0	15736	0.08	16775	9960	26735	0.14	0.06
c-vi) NBFC registered with RBI	0	0	0	0.00	0	0	0	0.00	0.00
<b>Sub Total (B)(2)</b>	<b>4836837</b>	<b>63163</b>	<b>4900000</b>	<b>25.47</b>	<b>4837797</b>	<b>62203</b>	<b>4900000</b>	<b>25.47</b>	<b>0.00</b>
<b>Total Public Shareholding (B)= (B)(1)+(B)(2)</b>	<b>4836837</b>	<b>63163</b>	<b>4900000</b>	<b>25.47</b>	<b>4837797</b>	<b>62203</b>	<b>4900000</b>	<b>25.47</b>	<b>0.00</b>
C. Shares held by Custodians for GDRs and ADRs	0	0	0	0	0	0	0	0.00	0.00
<b>Grand Total (A+B+C)</b>	<b>19178117</b>	<b>63163</b>	<b>19241280</b>	<b>100.00</b>	<b>19179077</b>	<b>62203</b>	<b>19241280</b>	<b>100.00</b>	<b>0.00</b>

## (ii) Shareholding of Promoter

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year (As on 01.04.2019)			Shareholding at the end of the year (As on 31.03.2020)			% 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	Indo Count Industries Limited	14341280	74.53	0.00	14341280	74.53	0.00	0.00
	<b>Total</b>	<b>14341280</b>	<b>74.53</b>	<b>0.00</b>	<b>14341280</b>	<b>74.53</b>	<b>0.00</b>	<b>0.00</b>

## (iii) Change in Promoters' Shareholding

Sr. No.	Name of shareholder	Shareholding at the beginning of the year as on 01.04.2019		Date wise increase/ decrease in shareholding during the year specifying the reason for increase/ decrease	Cumulative Shareholding during the year 01.04.2019 to 31.03.2020		Shareholding at the end of the year as on 31.03.2020	
		No. of Shares	% of total shares of the Company		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1	Indo Count Industries Limited	14341280	74.53	No changes during the year	14341280	74.53	14341280	74.53

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

Sr. No.	Name	Shareholding		Date	Date wise Increase/ Decrease in shareholding during the year	Reason	Cumulative Shareholding during the Year (01.04.19 to 31.03.20)	
		No. of Shares at the beginning (01.04.19) / end of the year (31.03.20)	% of total shares of the Company				No. of shares	% of total shares of the Company
1	Henko Commodities Pvt. Ltd.	9,00,500	4.68	01-Apr-2019	0	N.A	9,00,500	4.68
		9,00,500	4.68	31-Mar-2020				
2	Suresh Kumar Saraf	5,00,000	2.60	01-Apr-2019	0	N.A	5,00,000	2.60
		5,00,000	2.60	31-Mar-2020				
3	PMC Fincorp Limited	4,98,800	2.59	01-Apr-2019	0	N.A	4,98,800	2.59
		4,98,800	2.59	31-Mar-2020				
4	Raghav Poddar	4,90,000	2.55	01-Apr-2019	0	N.A	4,90,000	2.55
		4,90,000	2.55	31-Mar-2020				
5	Nishant Inbuild Limited	4,41,197	2.29	01-Apr-2019	0	N.A	4,41,197	2.29
		4,41,197	2.29	31-Mar-2020				
6	Sarita Saraf	5,00,000	2.60	01-Apr-2019		Market Sale	4,00,000	2.08
				06-Mar-2020	(1,00,000)			
		4,00,000	2.08	31-Mar-2020				
7	Anubhav Poddar	3,60,000	1.87	01-Apr-2019	0	N.A	3,60,000	1.87
		3,60,000	1.87	31-Mar-2020				
8	Sharad Kanayalal Shah	2,00,726	1.04	01-Apr-2019	0	N.A	2,00,726	1.04
		2,00,726	1.04	31-Mar-2020				
9	Bindal Finvest Pvt Ltd	0	0.00	01-Apr-2019		Market purchase	1,00,000	0.52
				06-Mar-2020	1,00,000			
		1,00,000	0.51	31-Mar-2020				
10	Viswanath Chandran Vicha	68,266	0.35	01-Apr-2019	0	N.A	68,266	0.35
		68,266	0.35	31-Mar-2020				

Note: The above changes in shareholding are derived based on weekly benpos statement.

(v) Shareholding of Directors and Key Managerial Personnel:

Sr. No.	Name	Shareholding		Date	Date wise Increase/ Decrease in shareholding during the year	Reason	Cumulative Shareholding during the year (01.04.2019 to 31.03.2020)	
		No. of Shares at the beginning (01.04.19) / end of the year (31.03.20)	% of total shares of the Company				No. of shares	% of total shares of the company
<b>A Directors :</b>								
1	Mr. S. K. Agrawal	0	0.00	01-Apr-2019	0	N.A.	0	0.00
		0	0.00	31-Mar-2020				
2	Mr. Anil Kumar Jain	75	0.00	01-Apr-2019	0	N.A.	75	0.00
		75	0.00	31-Mar-2020				
3	Mr. Kamal Mitra	1	0.00	01-Apr-2019	0	N.A.	1	0.00
		1	0.00	31-Mar-2020				
4	Mr. P. N. Shah*	0	0.00	01-Apr-2019	0	N.A.	0	0.00
		0	0.00	31-Mar-2020				
5	Mr. R. Anand*	10	0.00	01-Apr-2019	0	N.A.	10	0.00
		10	0.00	31-Mar-2020				
6	Dr. Ashok Desai	0	0.00	01-Apr-2019	0	N.A.	0	0.00
		0	0.00	31-Mar-2020				
7	Ms. Kala Agarwal	0	0.00	01-Apr-2019	0	N.A.	0	0.00
		0	0.00	31-Mar-2020				
8	Mr. L Viswanathan#	0	0.00	01-Apr-2019	0	N.A.	0	0.00
		0	0.00	31-Mar-2020				
<b>B Key Managerial Personnel (KMP)</b>								
1	Mrs. Amruta Avasare Company Secretary	0	0.00	01-Apr-2019	0	N.A.	0	0.00
		0	0.00	31-Mar-2020				
2	Mr. Ashok G. Halasangi Chief Executive Officer	1	0.00	01-Apr-2019	0	N.A.	1	0.00
		1	0.00	31-Mar-2020				
3	Mr. K. Muralidharan Chief Financial Officer	0	0.00	01-Apr-2019	0	N.A.	0	0.00
		0	0.00	31-Mar-2020				

\* Mr. P. N. Shah & Mr. R. Anand ceased to be the Directors of the Company w.e.f. 16<sup>th</sup> August, 2019. Hence, the shares held by them are as on date of cessation.

# Appointed w.e.f. 8<sup>th</sup> May, 2019

## V. Indebtedness

The Company does not have any indebtedness as on 1<sup>st</sup> April, 2019, during the year 2019-20 and as on 31<sup>st</sup> March, 2020.

## VI. Remuneration of Directors and Key Managerial Personnel

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

Mr. Ashok G. Halasangi, Chief Executive Officer (CEO) of the Company is a Whole-time Key Managerial Personnel under Section 203 of the Companies Act, 2013 and looks after the day to day operations of the Company. Mr. Kamal Mitra, Non-Executive Non-Independent Director of the Company also oversees business of the Company to some extent. In view of appointment of CEO of the Company, pursuant to the provisions of Section 203 of the Companies Act, 2013, appointment of Managing Director / Whole-time Director or Manager is not required. The details of remuneration of Mr. Ashok G. Halasangi, CEO for the year ended 31<sup>st</sup> March, 2020 is provided in Point C below.

### B. Remuneration to other Directors

Sr. No.	Particulars of Remuneration	Name of Directors								Total Amount (in ₹)
		Mr. S. K. Agrawal	Mr. Anil Kumar Jain	Mr. Kamal Mitra	Mr. R. Anand (Upto 15.08.2019)	Mr. P. N. Shah (Upto 15.08.2019)	Dr. Ashok Desai	Ms. Kala Agarwal	Mr. L. Viswanathan (w.e.f. 08.05.2019)	
1.	<b>Independent Directors</b>									
	• Fees for attending Board/ Committee Meetings	55,000	NIL	NIL	25,000	15,000	40,000	40,000	25,000	2,00,000
	• Commission	-	-	-	-	-	-	-	-	-
	• Others, please specify	-	-	-	-	-	-	-	-	-
	<b>Total (1)</b>	<b>55,000</b>	<b>NIL</b>	<b>NIL</b>	<b>25,000</b>	<b>15,000</b>	<b>40,000</b>	<b>40,000</b>	<b>25,000</b>	<b>2,00,000</b>
2.	<b>Other Non-Executive Directors</b>									
	Fees for attending Board/ Committee Meetings	-	Refer Note Below	35,000	-	-	-	-	-	35,000
	Commission	-	-	-	-	-	-	-	-	-
	Others, please specify	-	-	-	-	-	-	-	-	-
	<b>Total (2)</b>	<b>NIL</b>	<b>NIL</b>	<b>35,000</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>35,000</b>
	<b>Total (B)=(1+2)</b>	<b>55,000</b>	<b>NIL</b>	<b>35,000</b>	<b>25,000</b>	<b>15,000</b>	<b>40,000</b>	<b>40,000</b>	<b>25,000</b>	<b>2,35,000</b>
	<b>Total Managerial Remuneration (A+B)</b>	<b>55,000</b>	<b>NIL</b>	<b>35,000</b>	<b>25,000</b>	<b>15,000</b>	<b>40,000</b>	<b>40,000</b>	<b>25,000</b>	<b>2,35,000</b>

**Note:** Mr. Anil Kumar Jain, Non-Executive Non-Independent Director has voluntarily waived off his entitlement for sitting fees for attending the Board Meetings and Stakeholders' Relationship Committee Meetings of the Company from the meetings of FY 2018-19.

**C. Remuneration to Key Managerial Personnel other than MD / Manager / WTD**

(Amount in ₹)

Sr. No.	Particulars of Remuneration	Key Managerial Personnel			
		Mr. Ashok G. Halasangi (Chief Executive Officer)	Mr. K. Muralidharan (Chief Financial Officer)	Mrs. Amruta Avasare (Company Secretary)	Total Amount (in ₹)
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961	19,86,526	Refer Note below	Refer Note below	19,86,526
	(b) Value of perquisites u/s 17(2) of Income Tax Act, 1961	Nil	Nil	Nil	Nil
	(c) Profits in lieu of salary under section 17(3) of Income Tax Act, 1961	Nil	Nil	Nil	Nil
2	Stock Option	Nil	Nil	Nil	Nil
3	Sweat Equity	Nil	Nil	Nil	Nil
4	Commission				
	-as % of profit	Nil	Nil	Nil	Nil
	-others, specify...	Nil	Nil	Nil	Nil
5	Others, please specify	Nil	Nil	Nil	Nil
	<b>Total</b>	<b>19,86,526</b>	<b>Nil</b>	<b>Nil</b>	<b>19,86,526</b>

**Note:**

Mr. K. Muralidharan and Mrs. Amruta Avasare are not drawing any remuneration from the Company during the year under review as they are holding position of Chief Financial Officer and Company Secretary respectively, of Indo Count Industries Limited (Holding Company) and drawing remuneration from Indo Count Industries Limited.

**VII. Penalties / Punishment / Compounding of Offences:**

There are no Penalties/ Punishments/ Compounding of offences during FY-2019-20.

**For and on behalf of Board of Directors****S. K. Agrawal**  
Chairman  
DIN: 00400892Dated : 9<sup>th</sup> June, 2020  
Place : Mumbai