

T. SPIRITUAL WORLD LIMITED

29th Annual Report 2014-15

Annexure to the Directors' Report

Annexure A

Form No. MGT-9

EXTRACT OF ANNUAL RETURN

As on the financial year ended on 31/03/2015

Of

T. SPIRITUAL WORLD LIMITED

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

I. REGISTRATION AND OTHER DETAILS:

i)	CIN:	L63040WB1986PLC040796
ii)	Registration Date [DDMMYY]	12/06/1986
iii)	Name of the Company	T. Spiritual World Limited
iv)	Category / Sub-Category of the Company	Company limited by Share
v)	Address of the Registered Office and Contact details	4, N. S. Road, 1 st Floor, Kolkata - 700 001 Phone / Fax: 033 – 2231 5717
vi)	Whether listed Company (Yes / No)	Yes
vii)	Name, Address and Contact details of Registrar & Transfer Agents, if any	Bigshare Services (P) Ltd. E-2, Ansa Industrial Estate, Sakivihar Road, Sakinaka, Andheri (E), Mumbai – 400 072 Phone : 022 – 2847 0652 /4053 0200 Fax : 022 – 2847 5207, Email: info@bigshareonline.com

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:-

SN	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the Company
1	Agricultural Commodities and it's allied products	N.A	96.99%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

SN	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY / ASSOCIATE	% of shares held	Applicable Section
NONE					

T. SPIRITUAL WORLD LIMITED

29th Annual Report 2014-15

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[As on 31/03/2014]				No. of Shares held at the end of the year[As on 31/03/2015]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoter's									
(1) Indian									
a) Individual/ HUF	1442694	0	1442694	7.21%	1442694	0	1442694	7.21%	0.00%
b) Central Govt	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 Corp.	1873586	0	1873586	9.37%	1873586	0	1873586	9.37%	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%
f-i) Director	0	0	0	0.00%	0	0	0	0.00%	0.00%
f-ii) Director Relatives	0	0	0	0.00%	0	0	0	0.00%	0.00%
Sub-total (A) (1):-	3316280	0	3316280	16.58%	3316280	0	3316280	16.58%	0.00%
(2) Foreign									
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 Corp.	0	0	0	0.00%	0	0	0	0.00%	0.00%
d)Banks / FI	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%
Sub-total (A) (2):-	0	0	0	0.00%	0	0	0	0.00%	0.00%
Total shareholding of Promoter (A)(1)+(A)(2)	3316280	0	3316280	16.58%	3316280	0	3316280	16.58%	0.00%
B. Public Shareholding									
1. Institutions	0	0	0	0.00%	0	0	0	0.00%	0.00%
a) Mutual Funds	0	0	0	0.00%	0	0	0	0.00%	0.00%
b) Banks / FI	0	0	0	0.00%	0	0	0	0.00%	0.00%
c) Central Govt	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) FIIs	0	0	0	0.00%	0	0	0	0.00%	0.00%
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):-	0	0	0	0.00%	0	0	0	0.00%	0.00%

T. SPIRITUAL WORLD LIMITED

29th Annual Report 2014-15

2. Non-Institutions									
a) Bodies Corp.	2740504	30	2740534	13.70%	2631004	30	2631034	13.15%	-0.55%
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	10034463	2862	10037325	50.18%	9987368	2845	9990213	49.95%	-0.23%
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	3682817	0	3682817	18.41%	3799202	0	3799202	18.99%	0.58%
c) Others (specify)	0	0	0	0.00%	0	0	0	0.00%	0.00%
Non Resident Indians	201144	0	201144	1.01%	201084	0	201084	1.01%	0.00%
Overseas Corporate Bodies	6000	0	6000	0.03%	6000	0	6000	0.03%	0.00%
Foreign Nationals	0	0	0	0.00%	0	0	0	0.00%	0.00%
Clearing Members	17900	0	17900	0.09%	58187	0	58187	0.29%	0.20%
Trusts	0	0	0	0.00%	0	0	0	0.00%	0.00%
Foreign Bodies - D R	0	0	0	0.00%	0	0	0	0.00%	0.00%
Sub-total (B)(2):-	16682828	2892	16685720	83.42%	16682845	2875	16685720	83.42%	0.00%
Total Public Shareholding (B)=(B)(1)+ (B)(2)	16682828	2892	16685720	83.42%	16682845	2875	16685720	83.42%	0.00%
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0.00%	0	0	0	0.00%	0.00%
Grand Total (A+B+C)	19999108	2892	20002000	100%	19999125	2875	20002000	100%	0%

Note: Percentage in bracket represents negative percentage

(ii) Shareholding of Promoter:

SN	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% 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	Affinity Financial Services Private Limited	980000	4.90%	0.00%	980000	4.90%	0.00%	0.00%
2	Rajendra Singh	939914	4.70%	0.00%	939914	4.70%	0.00%	0.00%
3	Umesh Kumar Thaker	493600	2.47%	0.00%	493600	2.47%	0.00%	0.00%
4	Pramukhsoft Technologies Private Limited	320386	1.60%	0.00%	320386	1.60%	0.00%	0.00%
5	Champion Tie-up Services Private Limited	299400	1.50%	0.00%	299400	1.50%	0.00%	0.00%
6	Rajasthan Horticulture Private Limited	273800	1.37%	0.00%	273800	1.37%	0.00%	0.00%
7	Baldev Singh	9180	0.04%	0.00%	9180	0.04%	0.00%	0.00%
	Total	3316280	16.58%	0.00%	3316280	16.58%	0.00%	0.00%

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

There is no change in promoter's shareholding during F.Y.2014-15.

T. SPIRITUAL WORLD LIMITED

29th Annual Report 2014-15

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

SN	Name of the Top 10 Shareholders	Shareholding at the beginning of the year as on 01/04/2014		Shareholding at the end of the year as on 31/03/2015		Change in shareholding during the year	
		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	Zodiac Tie-up Services Private Limited	385550	1.93%	385550	1.93%	0	0.00%
2	Shri Parasram Holdings Private Limited	327701	1.64%	280202	1.40%	-47499	-0.24%
3	Shree Tulsi Online.Com Limited	320956	1.60%	320956	1.60%	0	0.00%
4	SSJ Finance & Securities Private Limited	291904	1.46%	242800	1.21%	-49104	-0.25%
5	Gigantic Securities Limited	204451	1.02%	0	0%	-204451	-1.02%
6	Prakash Babulal Mutha	203326	1.02%	203326	1.02%	0	0.00%
7	Dharmesh kumar Arvindlal Modi	196980	0.98%	212100	1.06%	15120	0.08%
8	Rudra Shares & Stock Brokers Limited	0	0.00%	204251	1.02%	204251	1.02%
9	Ashok Fin Stock Limited	171700	0.86%	171700	0.86%	0	0.00%
10	Sil Leasing & Industrial Finance Pvt. Ltd.	154197	0.77%	154197	0.77%	0	0.00%

(v) 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.	Shareholding of Director Mr. Baldev Singh At the beginning of the year At the end of the year	9180 9180	0.046% 0.046%	9180 9180	0.046% 0.046%
2.	Mr. Abhishek Kumar Jain At the beginning of the year At the end of the year	1000 1000	0.005% 0.005%	1000 1000	0.005% 0.005%
3.	Mr. Rajendra Singh At the beginning of the year At the end of the year	939914 939914	4.70% 4.70%	939914 939914	4.70% 4.70%
4.	Mr. Manoj Kumar Bothra At the beginning of the year At the end of the year	Nil Nil	Nil Nil	Nil Nil	Nil Nil
5.	Mrs. Chanderkala Devi Lakhotia At the beginning of the year At the end of the year	Nil Nil	Nil Nil	Nil Nil	Nil Nil
6.	Mrs. Sharmila Ranabhat At the beginning of the year At the end of the year	Nil Nil	Nil Nil	Nil Nil	Nil Nil
7.	Shareholding of Key Managerial Personnel Mr. Pradeep Soni (CS) At the beginning of the year At the end of the year	Nil Nil	Nil Nil	Nil Nil	Nil Nil

T. SPIRITUAL WORLD LIMITED

29th Annual Report 2014-15

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

Company was not having any secured loans/unsecured loans and deposits during the financial year 2014-15.

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

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

Name of WTD: Mr. Baldev Singh		
SN.	Particulars of Remuneration	Amount (in Rs.)
1	Gross salary	
	(a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	233000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	60000
	(c) Profits in lieu of salary under Section 17(3) Income- tax Act, 1961	Nil
2	Stock Option	Nil
3	Sweat Equity	Nil
4	Commission - as % of profit - others, specify...	Nil
5	Others, please specify	Nil
	Total (A)	293000
	Ceiling as per the Act	As per Schedule V of the Companies Act, 2013

B. Remuneration to other directors:

SN.	Particulars of Remuneration	Name of Directors						Total Amount (In Rs)
		Abhishek Kumar Jain	Alam Ali Sisodia	Rajendra Singh	Manoj Kumar Bothra	Chanderkala Devi Lakhota	Sharmila Ranabhat	
1	Independent Directors							
	Fee for attending Board Committee Meetings	0	3000	0	8000	2500	4000	17500
	Commission	0	0	0	0	0	0	0
	Others, please specify	0	0	0	0	0	0	0
	Total (1)	0	3000	0	8000	2500	4000	17500
2	Other Non-Executive Directors							
	Fee for attending Board Committee Meetings	8000	0	3000	0	0	0	11000
	Commission	0	0	0	0	0	0	0
	Others, please specify	0	0	0	0	0	0	0
	Total (2)	8000	0	3000	0	0	0	11000
	Total (B)=(1+2)	8000	3000	3000	8000	2500	4000	28500
	Total Managerial Remuneration							28500
	Overall Ceiling as per the Act	(Sitting Fees paid is within the limits specified under the Companies Act, 2013)						

T. SPIRITUAL WORLD LIMITED

29th Annual Report 2014-15

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

SN	Particulars of Remuneration	
1	Gross salary	No Remuneration paid to other Key Managerial Personnel
	(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, specify...	
5	Others, please specify	
	Total	

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	None				
Punishment					
Compounding					
B. DIRECTORS					
Penalty	None				
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty	None				
Punishment					
Compounding					