

T.Spiritual World Limited

30th Annual Report 2015-16

Annexure to the Directors' Report

Annexure A

Form No. MGT-9

EXTRACT OF ANNUAL RETURN
As on the financial year ended on 31/03/2016
Of

T. SPIRITUAL WORLD LIMITED

[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:	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 Indian Non-Government Company
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:-

Sr. No.	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	64.20%
2	Income from Investment activities	N.A	35.80%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

Sr. No.	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY / ASSOCIATE	% of shares held	Applicable Section
NONE					

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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 31/03/2015]				No. of Shares held at the end of the year [As on 31/03/2016]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoter's									
(1) Indian									
a) Individual/ HUF (Including Director's Shareholding)	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%

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2. Non-Institutions									
a) Bodies Corp.	2631004	30	2631034	13.15%	2353205	30	2353235	11.76%	-1.39%
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 2 lakh (Previous year Rs.1 lakh)	9987368	2845	9990213	49.95%	11059637	3255	11062892	55.31%	5.36%
ii) Individual shareholders holding nominal share capital in excess of Rs 2 lakh (Previous year Rs.1 lakh)	3799202	0	3799202	18.99%	3046929	0	3046929	15.23%	-3.76%
c) Others (specify)	0	0	0	0.00%	0	0	0	0.00%	0.00%
Trusts	0	0	0	0.00%	0	0	0	0.00%	0.00%
HUFs	0	0	0	0.00%	0	0	0	0.00%	0.00%
NRIs (Non Repat)	201084	0	201084	1.01%	201204	0	201204	1.01%	0.00%
NRIs (Repat)	0	0	0	0.00%	0	0	0	0.00%	0.00%
Overseas Corporate Bodies	6000	0	6000	0.03%	6000	0	6000	0.03%	0.00%
Clearing Members	58187	0	58187	0.29%	15460	0	15460	0.08%	-0.21%
Sub-total (B)(2):-	16682845	2875	16685720	83.42%	16682435	3285	16685720	83.42%	0.00%
Total Public Shareholding (B)=(B)(1)+ (B)(2)	16682845	2875	16685720	83.42%	16682435	3285	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)	19999125	2875	20002000	100%	19998715	3285	20002000	100 %	0.00%

(ii) Shareholding of Promoter:

Sr. No.	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%

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

There is no change in promoter's shareholding during F.Y.2015-16.

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

Sr. No.	Name	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	Zodiac Tie-up Services Private Limited	At the beginning of the year	385550	1.93%	385550	1.93%
		Changes during the year	No Changes during the year			
		At the End of the year	385550	1.93%	385550	1.93%
2	Shree Tulsi Online.Com Limited	At the beginning of the year	320956	1.60%	320956	1.60%
		Changes during the year	No Changes during the year			
		At the End of the year	320956	1.60%	320956	1.60%
3	Shri Parasram Holdings Private Limited	At the beginning of the year	280202	1.40%	280202	1.40%
		Increase in shares (Purchase of shares in Open Market)	17203	0.09%	297405	1.49%
		At the End of the year	297405	1.49%	297405	1.49%
4	SSJ Finance & Securities Private Limited	At the beginning of the year	242800	1.21%	242800	1.21%
		Changes during the year	No Changes during the year			
		At the End of the year	242800	1.21%	242800	1.21%
5	DharmeshkumarArvindlal Modi	At the beginning of the year	212100	1.06%	212100	1.06%
		Increase in shares (Purchase of shares in Open Market)	2665	0.01%	214765	1.07%
		At the End of the year	214765	1.07%	214765	1.07%
6	Rudra Shares & Stock Brokers Limited	At the beginning of the year	204251	1.02%	204251	1.02%
		Decrease in shares (Sale of shares in Open Market)	200	0.00%	204051	1.02%
		At the End of the year	204051	1.02%	204051	1.02%
7	Prakash Babulal Mutha	At the beginning of the year	203326	1.02%	203326	1.02%
		Decrease in shares (Sale of shares in Open Market)	3326	0.02%	200000	1.00%
		At the End of the year	200000	1.00%	200000	1.00%
8	Ashok Fin Stock Limited	At the beginning of the year	171700	0.86%		
		Changes during the year	No Changes during the year			
		At the End of the year	171700	0.86%	171700	0.86%
9	Ishwar Chandra Jha	At the beginning of the year	0	0.00%	0	0.00%
		Increase in shares (Purchase of shares in Open Market)	158601	0.79%	158601	0.79%
		At the End of the year	158601	0.79%	158601	0.79%
10	Sil Leasing & Industrial Finance Pvt. Ltd.	At the beginning of the year	154197	0.77%	154197	0.77%
		Changes during the year	No Changes during the year			
		At the End of the year	154197	0.77%	154197	0.77%

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(v) Shareholding of Directors and Key Managerial Personnel:

Sr. No.	Name of the Directors /KMP	For Each of the Directors and KMP	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	Baldev Singh (Whole Time Director)	At the beginning of the year	9180	0.046%	9180	0.046%
		Changes during the year	No Changes during the year			
		At the End of the year	9180	0.046%	9180	0.046%
2	Abhishek Kumar Jain (Director)	At the beginning of the year	-	-	-	-
		Changes during the year	No Changes during the year			
		At the End of the year	-	-	-	-
3	Rajendra Singh (Director)	At the beginning of the year	939914	4.699%	939914	4.699%
		Changes during the year	No Changes during the year			
		At the End of the year	939914	4.699%	939914	4.699%
4	Manoj Kumar Bothra (Director)	At the beginning of the year	-	-	-	-
		Changes during the year	No Changes during the year			
		At the End of the year	-	-	-	-
5	Chanderkala Devi Lakhotia (Director)	At the beginning of the year	-	-	-	-
		Changes during the year	No Changes during the year			
		At the End of the year	-	-	-	-
6	Sharmila Ranabhat (Director) (Director)	At the beginning of the year	-	-	-	-
		Changes during the year	No Changes during the year			
		At the End of the year	-	-	-	-
7	Pradeep Soni (Company Secretary)	At the beginning of the year	-	-	-	-
		Changes during the year	No Changes during the year			
		At the End of the year	-	-	-	-

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

The Company was not having any secured loans/unsecured loans and deposits during the financial year 2015-16.

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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		
Sr. No.	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	204000
	(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)	264000
	Ceiling as per the Act	As per Schedule V of the Companies Act, 2013

B. Remuneration to other directors:

Sr. No.	Particulars of Remuneration	Name of Directors					Total Amount (In Rs)
		Abhishek Kumar Jain	Rajendra Singh	Manoj Kumar Bothra	Chanderkala Devi Lakhota	Sharmila Ranabhat	
1	Independent Directors						
	Fee for attending Board Committee Meetings	0	0	7500	5500	7500	20500
	Commission	0	0	0	0	0	0
	Others, please specify	0	0	0	0	0	0
	Total (1)	0	0	7500	5500	7500	20500
2	Other Non-Executive Directors						
	Fee for attending Board Committee Meetings	7000	3000	0	0	0	10000
	Commission	0	0	0	0	0	0
	Others, please specify	0	0	0	0	0	0
	Total (2)	7000	3000	0	0	0	10000
	Total (B)=(1+2)	8000	3000	7500	5500	7500	30500
	Total Managerial Remuneration	30500					
	Overall Ceiling as per the Act	(Sitting Fees paid is within the limits specified under the Companies Act,2013)					

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

Sr. No.	Particulars of Remuneration	Amount (in Rs.)
Name of KMP : Mr. Pradeep Soni (Company Secretary)		
1	Gross salary	
	(a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	591488
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	Nil
	(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	Nil
	others, specify...	Nil
5	Others, please specify	Nil
	Total	591488

VII. PENALTIES / PUNISHMENT/ 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	None				
Punishment					
Compounding					
B. DIRECTORS					
Penalty	None				
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty	None				
Punishment					
Compounding					