

T. SPIRITUAL WORLD LIMITED

ANNUAL REPORT 2017-18

Annexure to the Director's Report Annexure-I

FORM NO.MGT-9 EXTRACT OF ANNUAL RETURN as on financial year ended on 31.03.2018

Of

T. SPIRITUAL WORLD LIMITED

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

I. REGISTRATION AND OTHER DETAILS

i.	CIN:-	L63040WB1986PLC040796
ii.	Registration Date	12/06/1986
iii.	Name of the Company	T. Spiritual World Limited
iv.	Category / Sub-Category of the Company	Company Limited by Shares Indian Non-Government Company
v.	Address of the Registered office and contact details	4, Netaji Subhas Road, 1st Floor Kolkata - 700 001 Phone: 033 - 2231 5717 Email: complinaceofficer@tspiritualworld.com Website: www.tspiritualworld.com
vi.	Whether listed company	Yes
vii.	Name, Address and Contact details of Registrar and Transfer Agent, if any	Bigshare Services (P) Ltd. E-2, Ansa Industrial Estate, Sakivihar Road, Sakinaka, Andheri (E), Mumbai - 400 072 Phone: 022 - 62638200/ 2847 0652 Fax: 022 - 62638299 / 2847 5207, Email: info@bigshareonline.com Website: www.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:-

Sl. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	Trading in Commodities and it's allied products	46909	22.70%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -

Sl. 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 31/03/2017)				No. of Shares held at the end of the year (As on 31/03/2018)				Change during	
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	Number	Percentage (%)
A. Promoters										
(1) Indian	-	-	-	-	-	-	-	-	-	-
a) Individual/ HUF	1,442,694	-	1,442,694	7.21%	1,442,694	-	1,442,694	7.21%	-	-
b) Central Govt	-	-	-	-	-	-	-	-	-	-
c) State Govt	-	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	1,873,586	-	1,873,586	9.37%	1,873,586	-	1,873,586	9.37%	-	-
e) Banks / FI	-	-	-	-	-	-	-	-	-	-
f) Any Other	-	-	-	-	-	-	-	-	-	-
f-i) Director	-	-	-	-	-	-	-	-	-	-
f-ii) Director Relatives	-	-	-	-	-	-	-	-	-	-
Sub Total (A)(1)	3,316,280	-	3,316,280	16.58%	3,316,280	-	3,316,280	16.58%	-	-
(2) Foreign	-	-	-	-	-	-	-	-	-	-
a) NRIs Individual	-	-	-	-	-	-	-	-	-	-
b) Other-Individuals	-	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-	-
d) Banks/ FI	-	-	-	-	-	-	-	-	-	-
e) Any Other	-	-	-	-	-	-	-	-	-	-
Sub Total (A)(2)	-	-	-	-	-	-	-	-	-	-
Total shareholding of Promoters(A)(1)+(A)(2)	3,316,280	-	3,316,280	16.58%	3,316,280	-	3,316,280	16.58%	-	-
B. Public Shareholding										
1. Institutions	-	-	-	-	-	-	-	-	-	-
a) Mutual Funds	-	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-	-
g) FIs	-	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Fund	-	-	-	-	-	-	-	-	-	-
i) Others(specify)	-	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	-	-	-	-	-	-	-	-	-	-
2. Non- Institutions	-	-	-	-	-	-	-	-	-	-
a) Bodies Corp.	-	-	-	-	-	-	-	-	-	-
i) Indian	1,910,283	30	1,910,313	9.55%	1,870,162	30	1,870,192	9.35%	(40,121)	(0.20%)
ii) Overseas	-	-	-	-	-	-	-	-	-	-
b) Individuals	-	-	-	-	-	-	-	-	-	-
i) Individual shareholders holding nominal share capital upto Rs. 2 lakh	11,045,691	3,255	11,048,946	55.24%	10,876,981	3,265	10,880,246	54.39%	(168,700)	(0.85%)
ii) Individual shareholders holding nominal share capital in excess of Rs. 2 lakh	3,124,274	-	3,124,274	15.62%	3,304,343	-	3,304,343	16.52%	180,069	0.90%
c) NBFC Registered with RBI	386,550	-	386,550	1.93%	386,550	-	386,550	1.93%	-	-
d) Other(specify)	-	-	-	-	-	-	-	-	-	-
Trust	-	-	-	-	-	-	-	-	-	-
HUFs	-	-	-	-	-	-	-	-	-	-
NRIs (Non-Repat)	191,423	-	191,423	0.96%	196,423	-	196,423	0.98%	5,000	0.02%
NRIs (Repat)	11,714	-	11,714	0.06%	15,714	-	15,714	0.07%	4,000	0.01%
Overseas Body Corporate	6,000	-	6,000	0.03%	6,000	-	6,000	0.03%	-	-
Clearing Members	6,500	-	6,500	0.03%	26,252	-	26,252	0.13%	19,752	0.10%
Sub Total(B)(2)	16,682,435	3,285	16,685,720	83.42%	16,682,425	3,295	16,685,720	83.42%	0%	0%
Total Public Shareholding (B)=(B)(1)+ (B)(2)	16,682,435	3,285	16,685,720	83.42%	16,682,425	3,295	16,685,720	83.42%	0%	0%
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	19,998,715	3,285	20,002,000	100%	19,998,705	3,295	20,002,000	100%		

Note: Negative Percentage are represented in brackets

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ii) Shareholding of Promoters

Shareholders Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
	No. of shares	% of Total Shares of the Company	% of Shares Pledge/encumbered to total shares	No. of shares	% of Total Shares of the Company	% of Shares Pledge/encumbered to total shares	
Affinity Financial Services Private Limited	980,000	4.90%	-	980,000	4.90%	-	-
Rajendra Singh	939,914	4.70%	-	939,914	4.70%	-	-
Umesh Kumar Thaker	493,600	2.47%	-	493,600	2.47%	-	-
Pramukhsoft Technologies Private Limited	320,386	1.60%	-	320,386	1.60%	-	-
Champion Tie-up Services Private Limited	299,400	1.50%	-	299,400	1.50%	-	-
Rajasthan Horticulture Private Limited	273,800	1.37%	-	273,800	1.37%	-	-
Baldev Singh	9,180	0.04%	-	9,180	0.04%	-	-
Total	3,316,280	16.58%	-	3,316,280	16.58%	-	-

iii) Change in Promoters Shareholding (Please specify, if there is no Change)

There is no change in promoter's shareholding during F.Y. 2017-18.

iv) Shareholding Pattern of Top Ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs)

Sl. No.	Shareholders 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	385,550	1.93%	385,550	1.93%
		Changes during the year	No change during the year			
		At the End of the year	385,550	1.93%	385,550	1.93%
2	Shree Tulsi Online.Com Limited	At the beginning of the year	320,956	1.60%	320,956	1.60%
		Changes during the year	No change during the year			
		At the End of the year	320,956	1.60%	320,956	1.60%
3	SSJ Finance & Securities Private Limited	At the beginning of the year	242,800	1.21%	242,800	1.21%
		Changes during the year	No change during the year			
		At the End of the year	242,800	1.21%	242,800	1.21%
4	Dharmesh Kumar Arvind lal Modi	At the beginning of the year	214,765	1.07%	214,765	1.07%
		Changes during the year	No change during the year			
		At the End of the year	214,765	1.07%	214,765	1.07%
5	Rudra Shares & Stock Brokers Limited	At the beginning of the year	204,051	1.02%	204,051	1.02%
		Changes during the year	No change during the year			
		At the End of the year	204,051	1.02%	204,051	1.02%
6	Prakash Babulal Mutha	At the beginning of the year	202,000	1.01%	202,000	1.01%
		Changes during the year	No change during the year			
		At the End of the year	202,000	1.01%	202,000	1.01%

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Shareholding Pattern of Top Ten Shareholders (Cont....)

Sl. No.	Shareholders 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
7	Shri Parasram Holdings Pvt. Ltd.	At the beginning of the year	163,044	0.82%	163,044	0.82%
		Changes during the year	15,257	0.08%	178,301	0.89%
		At the End of the year	178,301	0.89%	178,301	0.89%
8	Ashok Fin Stock Limited	At the beginning of the year	171,700	0.86%	171,700	0.86%
		Changes during the year	No change during the year			
		At the End of the year	171,700	0.86%	171,700	0.86%
9	S. P. Scrips And Commodities Limited	At the beginning of the year	158,601	0.79%	158,601	0.79%
		Changes during the year	No change during the year			
		At the End of the year	158,601	0.79%	158,601	0.79%
10	Sil Leasing & Industrial Finance Pvt. Limited	At the beginning of the year	154,197	0.77%	154,197	0.77%
		Changes during the year	No change during the year			
		At the End of the year	154,197	0.77%	154,197	0.77%

v) Shareholding of Directors and Key Managerial Personnel:-

Sl. No.	Shareholders 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	Mr. Baldev Singh (Whole – Time Director) (Resigned w.e.f. 25/05/2017)	At the beginning of the year	9,180	0.05%	9,180	0.05%
		Changes during the year	No change during the year			
		At the End of the year	9,180	0.05%	9,180	0.05%
2	Mr. Rajendra Singh (Director) (Resigned w.e.f. 03/10/2017)	At the beginning of the year	939,914	4.70%	939,914	4.70%
		Changes during the year	No change during the year			
		At the End of the year	939,914	4.70%	939,914	4.70%
3	Mr. Abhishek Kumar Jain (Director) Resigned w.e.f. 03/10/2017)	At the beginning of the year	-	-	-	-
		Changes during the year	No change during the year			
		At the End of the year	-	-	-	-
4	Mr. Manoj Kumar Bothra (Director) Resigned w.e.f. 03/10/2017)	At the beginning of the year	-	-	-	-
		Changes during the year	No change during the year			
		At the End of the year	-	-	-	-
5	Mrs. Chanderkala Devi Lakhota (Director) Resigned w.e.f. 03/10/2017)	At the beginning of the year	-	-	-	-
		Changes during the year	No change during the year			
		At the End of the year	-	-	-	-
6	Mr. Vinod Kumar Jha (Whole – Time Director) (Appointed w.e.f. 08/08/2017)	At the beginning of the year	-	-	-	-
		Changes during the year	No change during the year			
		At the End of the year	-	-	-	-
7	Mrs. Sharmila Ranabhat (Director)	At the beginning of the year	-	-	-	-
		Changes during the year	No change during the year			
		At the End of the year	-	-	-	-
8	Mr. Ganga Sahai (Director) (Appointed w.e.f. 03/10/2017)	At the beginning of the year	-	-	-	-
		Changes during the year	No change during the year			
		At the End of the year	-	-	-	-
9	Mr. Kishan Singh (Director) (Appointed w.e.f. 03/10/2017)	At the beginning of the year	-	-	-	-
		Changes during the year	No change during the year			
		At the End of the year	-	-	-	-
10	Mr. Pradeep Soni (CS) (Resigned w.e.f. 30/09/2017)	At the beginning of the year	-	-	-	-
		Changes during the year	No change during the year			
		At the End of the year	-	-	-	-

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V. INDEBTEDNESS:-

Indebtedness of the Company including interest outstanding/accrued but not due for payment

The Company was not having any secured/unsecured loans and deposits during the financial year 2017-18.

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl. No.	Particulars of Remuneration	Name of Whole Time Director		Total
		Amount (in Rs.)		
		Mr. Baldev Singh (Resigned w.e.f. 25/05/2017)	Mr. Vinod Kumar Jha (Appointed w.e.f. 08/08/2017)	
1.	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-Tax Act, 1961	51,000	153,000	204,000
	(b) Value of perquisites u/s 17(2) Income-Tax Act, 1961	15,000	45,000	60,000
	(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	66,000	198,000	264,000
Celling as per the Act: As per Schedule V of the Companies Act, 2013				

Celling as per the Act: As per Schedule V of the Companies Act, 2013

B. Remuneration to other directors:

Sl. No.	Particulars of Remuneration	Name of Directors				Total (A)
		Abhishek Kumar Jain (resigned w.e.f. 03/10/2017)	Rajendra Singh (resigned w.e.f. 03/10/2017)	Manoj Kumar Bothra (resigned w.e.f. 03/10/2017)	Chanderkala Devi Lakhota (resigned w.e.f. 03/10/2017)	
1.	Independent Directors	(Amt in Rs.)	(Amt in Rs.)	(Amt in Rs.)	(Amt in Rs.)	(Amt in Rs.)
	Fee for attending board committee meetings	-	-	4,500	3,000	7,500
	Commission	-	-	-	-	-
	Others - Reimbursement	-	-	-	-	-
	Total (1)	-	-	4,500	3,000	7,500
2.	Other Non-Executive Directors	-	-	-	-	-
	Fee for attending board committee meetings	4,500	2,000	-	-	6,500
	Commission	-	-	-	-	-
	Others - Reimbursement	-	-	-	-	-
	Total (2)	4,500	2,000	-	-	6,500
	Total (B) = (1+2)	4,500	2,000	4,500	3,000	14,000

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Remuneration to other directors (Cont....)

Sl. No.	Particulars of Remuneration	Name of Directors			Total (B)	Total (A+B)
		Sharmila Ranabhat	Kishan Singh (appointed w.e.f. 03/10/2017)	Ganga Sahai (appointed w.e.f. 03/10/2017)		
1.	Independent Directors	(Amt in Rs.)	(Amt in Rs.)	(Amt in Rs.)	(Amt in Rs.)	(Amt in Rs.)
	Fee for attending board committee meetings	9,000	4,500	4,500	18,000	25,500
	Commission	-	-	-	-	-
	Others - Reimbursement	-	-	-	-	-
	Total (1)	9,000	4,500	4,500	18,000	25,500
2.	Other Non-Executive Directors	-	-	-	-	-
	Fee for attending board committee meetings	-	-	-	-	-
	Commission	-	-	-	-	-
	Others - Reimbursement	-	-	-	-	-
	Total (2)	-	-	-	-	6,500
	Total (B) = (1+2)	9,000	4,500	4,500	18,000	32,000
	Total Managerial Remuneration	32,000				
	Overall Ceiling as per the Act	Sitting fees are within the limits specified under the Companies Act, 2013				

C. Remuneration to Key Managerial Persons other directors:

Sl. No.	Particulars of Remuneration	Mr. Pradeep Soni (CS) (Resigned w.e.f. 30.09.2017)
1.	Gross salary	
	(a) Salary as per provisions contained in section 17(1) of the Income-Tax Act, 1961	441,776
	(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	441,776

VII. Penalties/ Punishment / Compounding of offences :-

Type	Section of the Companies Act 2013/1956	Brief Description	Details of Penalty/ Punishment/Compoundi ng fees imposed	Authority (RD/NCLT/ Court)	Appeal Made if any (give Details)
A. Company					
Penalty	None				
Punishment					
Compounding					
B. Director					
Penalty	None				
Punishment					
Compounding					
C. Other Officers in Default					
Penalty	None				
Punishment					
Compounding					