

FORM NO. MGT-9
EXTRACT OF ANNUAL RETURN AS ON THE FINANCIAL YEAR ENDED ON MARCH 31, 2019
[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	L17120MH1987PLC042424
ii	Registration Date	04/02/1987
iii	Name of the Company	Kamadgiri Fashion Limited
iv	Category/Sub-category of the Company	Limited by Shares
v	Address of the Registered office and contact details	B-104, 'The Qube', off. M.V. Road, Marol, Andheri (East), Mumbai – 400059. Tel No.: (+91 22) 71613131 Fax: (+91 22) 71613199 Website : www.kflindia.com Email: cs@kflindia.com
vi	Whether listed company	Yes
vii	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Sharex Dynamic (India) Pvt. Ltd., C-101, 247 Park, L.B.S Marg, Vikhroli (West), Mumbai – 400083. Tel No.: (+91 22) 28515606/28515644 Fax: (+91 22) 28512885 Email: support@sharexindia.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:

Sr. No.	Name & Description of main products/services	NIC Code of the Product /Service	% to total turnover of the Company
1	Ready-made Garments	1410	50.14%
2	Weaving, Finish Fabrics	1312	49.86%

III. PARTICULARS OF HOLDING, SUBSIDIARY & ASSOCIATE COMPANIES:

Sr. No.	Name & Address of the Company	CIN/GLN	Holding/Subsidiary/ Associate	% of shares held	Applicable Section
NIL					

IV. SHARE HOLDING PATTERN:

(i) Category-wise Share Holding

Category code (I)	Category of shareholder (II)	No. of Shares held at the beginning of the year as on April 01, 2018				No. of Shares held at the end of the year as on March 31, 2019				% Change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(A)	Shareholding of Promoter and Promoter Group									
1	Indian									
(a)	Individuals/ Hindu Undivided Family	13,46,080	0	13,46,080	22.93	13,45,930	0	13,45,930	22.93	(0.002)
(b)	Central Government/ State Government(s)	0	0	0	0.00	0	0	0	0.00	0.00
(c)	Bodies Corporate	4,68,400	0	4,68,400	7.98	4,68,400	0	4,68,400	7.98	0.00
(d)	Financial Institutions/ Banks	0	0	0	0.00	0	0	0	0.00	0.00

Category code (I)	Category of shareholder (II)	No. of Shares held at the beginning of the year as on April 01, 2018				No. of Shares held at the end of the year as on March 31, 2019				% Change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(e)	Any Other (Relatives of promoters)	0	0	0	0.00	0	0	0	0.00	0.00
	Sub-Total (A)(1)	18,14,480	0	18,14,480	30.91	18,14,330	0	18,14,330	30.91	(0.002)
2	Foreign									
(a)	Individuals (Non-Resident Individuals/ Foreign Individuals)	0	0	0	0.00	0	0	0	0.00	0.00
(b)	Bodies Corporate	0	0	0	0.00	0	0	0	0.00	0.00
(c)	Institutions	0	0	0	0.00	0	0	0	0.00	0.00
(d)	Qualified Foreign Investors	0	0	0	0.00	0	0	0	0.00	0.00
(e)	Any Other (specify)	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 and Promoter Group (A)= (A)(1)+(A)(2)	18,14,480	0	18,14,480	30.91	18,14,330	0	18,14,330	30.91	(0.002)
(B)	Public shareholding									
1	Institutions									
(a)	Mutual Funds/ UTI	0	0	0	0.00	0	0	0	0.00	0.00
(b)	Financial Institutions/ Banks	870	0	870	0.01	870	0	870	0.01	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 Funds	0	0	0	0.00	0	0	0	0.00	0.00
(i)	Other (specify)	0	0	0	0.00	0	0	0	0.00	0.00
	Sub-Total (B)(1)	870	0	870	0.01	870	0	870	0.01	0.00
2	Non-institutions									
(a)	Bodies Corporate	31,01,775	0	31,01,775	52.85	31,23,932	0	31,23,932	53.22	0.38
(b)	Individuals									
	i. Individual shareholders holding nominal share capital up to ₹1 lakh.	3,93,772	60,725	4,54,497	7.74	3,76,330	57,425	4,33,755	7.39	(0.35)

Category code (I)	Category of shareholder (II)	No. of Shares held at the beginning of the year as on April 01, 2018				No. of Shares held at the end of the year as on March 31, 2019				% 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.	3,81,554	0	3,81,554	6.50	3,88,510	0	3,88,510	6.62	0.12
(c)	Other (specify)									
(c-i)	Clearing Member	9,141	0	9,141	0.16	2,359	0	2,359	0.04	(0.12)
(c-ii)	Non Resident Indians	7,323	0	7,323	0.12	6,249	0	6,249	0.11	(0.01)
(c-iii)	IEPF	13,605	0	13,605	0.23	13,605	0	13,605	0.23	0.00
(c-iv)	HUF	85,426	700	86,126	1.47	85,061	700	85,761	1.46	(0.01)
	Sub-Total (B)(2)	39,92,596	61,425	40,54,021	69.07	39,96,046	58,125	40,54,171	69.07	0.00
	Total Public Shareholding (B)= (B)(1)+(B)(2)	39,93,466	61,425	40,54,891	69.09	39,96,916	58,125	40,55,041	69.09	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)	58,07,946	61,425	58,69,371	100.00	58,11,246	58,125	58,69,371	100.00	0.00

(ii) Shareholding of Promoters

Share Holding of Promoters/Promoters Group

Sr. No.	Shareholders Name	Shareholding at the beginning of the year as on April 01, 2018			Shareholding at the end of the year as on March 31, 2019			% 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	Mr. Pradip Kumar Goenka	6,49,200	11.06	0.00	6,49,200	11.06	0.00	0.00
2	Mr. Tilak Pradip Goenka	4,96,102	8.45	0.00	4,96,102	8.45	0.00	0.00
3	Mrs. Asha Devi Goenka	1,99,171	3.39	0.00	1,99,171	3.39	0.00	0.00
4	Mr. Lalit Goenka	1,607	0.03	0.00	1,457	0.028	0.00	(0.002)
5	Jagruti Synthetics Limited	31,600	0.54	0.00	31,600	0.54	0.00	0.00
6	Ananddeep Cotsyn Private Ltd	4,36,800	7.44	0.00	4,36,800	7.44	0.00	0.00
	Total	18,14,480	30.91	0.00	18,14,330	30.91	0.00	(0.002)

(iii) Change in Promoters' Shareholding

Sr. No.	Particulars	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
	At the beginning of the year	18,14,480	30.91	18,14,480	30.91
1.	Market Sale - July 13, 2018	(150)	(0.002)	18,14,330	30.91
	At the end of the year			18,14,330	30.91

(iv) Shareholding Pattern of top 10 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	Future Corporate Resources Private Limited*				
	At the beginning of the year	16,45,389	28.03	16,45,389	28.03
	At the End of the year			16,45,389	28.03
2	Surplus Finvest Private Limited				
	At the beginning of the year	5,69,000	9.69	5,69,000	9.69
	At the End of the year			5,69,000	9.69
3	Tritoma Hotels Private Limited				
	At the beginning of the year	3,25,000	5.54	3,25,000	5.54
	At the End of the year			3,25,000	5.54
4	Syntex Trading and Agency Private Limited#				
	At the beginning of the year	1,99,905	3.41	1,99,905	3.41
	At the End of the year			1,99,905	3.41
5	Loyal Apparels Private Limited				
	At the beginning of the year	1,35,500	2.31	1,35,500	2.31
	Market Sale - September 28, 2018	(1500)	(0.03)	1,34,000	2.28
	At the End of the year			1,34,000	2.28
6	Abhay Jaswant Singh Kumat				
	At the beginning of the year	1,30,742	2.29	1,30,742	2.29
	At the End of the year			1,30,742	2.29
7	Jyoti Abhay Kumat				
	At the beginning of the year	72,752	1.24	72,752	1.24
	At the End of the year			72,752	1.24
8	Quality Synthetic Industries Limited				
	At the beginning of the year	69,200	1.18	69,200	1.18
	At the End of the year			69,200	1.18
9	Subramanian P				
	At the beginning of the year	63,070	1.08	63,070	1.08
	At the End of the year			63,070	1.08
10	Srinarayan Rajkumar Merchants Private Limited				
	At the beginning of the year	59,000	1.01	59,000	1.01
	At the End of the year			59,000	1.01

Notes:

- The shares of the Company are substantially held in dematerialised form and are traded on a daily basis and hence date wise increase/decrease in shareholding is not indicated.
- *Formerly known as Suhani Trading and Investment Consultants Private Limited
- # Counseled Mercantile Private Limited merged into Syntex Trading and Agency Private Limited

(v) Shareholding of Directors and Key Managerial Personnel ('KMP')

Sr. No.	Name of the Director/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	Mr. Pradip Kumar Goenka	6,49,200	11.06	6,49,200	11.06
	At the end of the year			6,49,200	11.06
2	Mr. Lalit Goenka*	1,607	0.03	1,607	0.03
	Market Sale - July 13, 2018	(150)	(0.002)	1,457	0.028
	At the end of the year			1,457	0.028
3	Mr. Tilak Goenka#	4,96,102	8.45	4,96,102	8.45
	At the end of the year			4,96,102	8.45
4	Mr. Jagdish Prasad Dave	295	0.00	295	0.00
	At the end of the year			295	0.00
5	Mr. Gaurav K. Soni	NA	NA	NA	NA
	At the end of the year			Nil	Nil

Notes:

- Names of only those Directors & KMPs are mentioned who held shares at any during the year under review.
- *Mr. Lalit Goenka ceased as a Director of the Company w.e.f. May 26, 2018.
- #Mr. Tilak Goenka was appointed as Executive Director w.e.f. August 14, 2018.

V. INDEBTEDNESS

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

(₹ in Lakhs)

Particulars secured loans	Secured loans excluding deposits	Unsecured loans	Deposits	Total indebtedness
Indebtedness at the beginning of the financial year April 01, 2018				
1) Principal Amount	647.45	100.00	63.00	810.45
2) Interest due but not paid	-	-	-	-
3) Interest accrued but not due	-	-	-	-
Total of (1+2+3)	647.45	100.00	63.00	810.45
Change in Indebtedness during the financial year				
+ Addition	-	-	-	-
- Reduction	(263.75)	(100.00)	(7.79)	(371.54)
Net change	(263.75)	(100.00)	(7.79)	(371.54)
Indebtedness at the end of the financial year March 31, 2019				
1) Principal Amount	383.70	-	55.21	438.91
2) Interest due but not paid	-	-	-	-
3) Interest accrued but not due	-	-	-	-
Total of (1+2+3)	383.70	-	55.21	438.91

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

(₹ in Lakhs)

Sr. No.	Particulars of Remuneration	Name of the MD/WTD/ Manager	Name of the MD/WTD/ Manager	Total
		Mr. Pradip Kumar Goenka (Chairman & Managing Director)	Mr. Tilak Goenka# (Executive Director)	
1	Gross salary			
	(a) Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961.	54.00*	24.00*	78.00
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	NIL	NIL	NIL
	(c) Profits in lieu of salary under Section 17(3) of the Income Tax Act, 1961	NIL	NIL	NIL
2	Stock option	NIL	NIL	NIL
3	Sweat Equity	NIL	NIL	NIL
4	Commission as % of profit	NIL	NIL	NIL
5	Others	NIL	NIL	NIL
	Total (A)	54.00*	24.00*	78.00
	Ceiling as per the Act	10% of the Net Profit calculated under Section 198 of the Companies Act, 2013		

*Payment is as per Schedule V of the Companies Act, 2013

#Appointed w.e.f. August 14, 2018

B. Remuneration of other Directors

(₹ in Lakhs)

Sr. No.	Particulars of Remuneration	Name of the Directors			Total
		Mr. Sanjeev Maheshwari	Mr. Rahul Mehta	Ms. Bindu Shah	
1	Independent Directors				
	(a) Fee for attending board and committee meetings	1.34	0.92	1.42	3.68
	(b) Commission	NIL	NIL	NIL	NIL
	(c) Others	NIL	NIL	NIL	NIL
	Total (1)	1.34	0.92	1.42	3.68
2	Other Non-Executive Directors	Mr. Anil Biyani	Mr. Lalit Goenka*		
	(a) Fee for attending board and committee meetings		0.68	0.10	0.78
	(b) Commission		NIL	NIL	NIL
	(c) Others, please specify.		NIL	NIL	NIL
	Total (2)		0.68	0.10	0.78
	Total (B)=(1+2)				4.46
	Total Managerial Remuneration (A+B)				82.46
	Overall Ceiling as per the Act	1% of the Net Profits. No remuneration is paid other than sitting fees			

*Ceased to be director w.e.f. May 26, 2018

C. Remuneration to Key Managerial Personnel Other Than MD/ Manager/ WTD

(₹ in Lakhs)

Sr. No.	Particulars of Remuneration	Name of KMPs		Total
		Mr. Jagdish Prasad Dave (Chief Financial Officer)	Mr. Gaurav K. Soni ^s (Company Secretary)	
1	Gross Salary			
	(a) Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961	13.99	3.51	17.50
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	NIL	NIL	NIL
	(c) Profits in lieu of salary under Section 17(3) of the Income Tax Act, 1961	NIL	NIL	NIL
2	Stock Option	NIL	NIL	NIL
3	Sweat Equity	NIL	NIL	NIL
4	Commission as % of Profit	NIL	NIL	NIL
5	Others, please specify: Provident Fund & other Funds	NIL	NIL	NIL
	Total	13.99	3.51	17.50

\$ Appointed w.e.f. May 26, 2018

VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES

There were no penalties, punishment or compounding of offences during the year under review.

For and on behalf of the Board

Mumbai
May 28, 2019Pradip Kumar Goenka
Chairman & Managing Director