

**Form No. MGT-9**

**EXTRACT OF ANNUAL RETURN  
as on the financial year ended on 31/03/2018**

[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:- L95000DL1920PLC099621
- ii) Registration Date: 10/03/1920
- iii) Name of the Company: The Birla Cotton Spinning and Weaving Mills Limited
- iv) Category / Sub-Category of the Company: Public Company Limited by Shares
- v) Address of the Registered office and contact details: Hindustan Times House, 9<sup>th</sup> Floor, 18-20, Kasturba Gandhi Marg, New Delhi-110001  
011 - 66561206
- vi) Whether listed company Yes
- vii) Name, Address and Contact details of Registrar and Transfer Agent, if any: In House

**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 of the Company	NIC Code of the Product / Service	% of total turnover of the Company
1	Interest Income	K8	100.00

**III.PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES**

S. No	Name and address of the Company	CIN/GLN	Holding / Subsidiary/Associate	% of shares held	Application Section
1	Earthstone Holding (Two) Private Limited (Formerly known as Earthstone Holding (Two)	U67120UP2008PTC065196	Holding Company	56.12	2(46)



d)State gov.									
e)Venture Capital Funds									
f)Insurance Companies	-	41330	41330	3.61		41330	41330	3.61	-
g)FIIs	-	-	-	-	-	-	-	-	-
h)Foreign venture capital fund	-	-	-	-	-	-	-	-	-
i)other (specify)(Trust )	-	-	-	-	-	-	-	-	-
<b>Sub Total(B)(1)</b>	-	<b>42213</b>	<b>42213</b>	<b>3.69</b>		<b>42013</b>	<b>42013</b>	<b>3.67</b>	<b>(0.02)</b>
2.Non Institutions	-	-	-	-	-	-	-	-	-
a)Bodies Corp i)Indian ii)'Overseas	-	228268	228268	19.95		228268	228268	19.95	-
b)Individual i)Individual shareholder holding nominal share capital upto Rs.1Lakh ii)Individual shareholder holding nominal share capital in excess of Rs.1Lakh		54800	54800	4.79		59757	59757	5.22	0.43
c)Other s(Trust)		54974	54974	4.80		50217	50217	4.39	(0.41)
<b>Sub Total(B)(2)</b>	-	<b>338042</b>	<b>338042</b>	<b>29.54</b>		<b>338242</b>	<b>338242</b>	<b>29.56</b>	<b>0.02</b>
<b>Total Public shareholding(B)=(B)(1)+(B)(2)</b>	-	<b>380255</b>	<b>380255</b>	<b>33.24</b>		<b>380255</b>	<b>380255</b>	<b>33.24</b>	-
c. Share held by custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
<b>Grand Total (A+B+C)</b>	-	<b>1144129</b>	<b>1144129</b>	<b>100</b>	-	<b>1144129</b>	<b>1144129</b>	<b>100</b>	-

**(ii) Shareholding of Promoters**

S. No.	Shareholder's Name	Shareholding at the beginning of the year			Share holding 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	Earthstone Holding (Two) Private Limited (Formerly known as Earthstone Holding (Two) Limited)	642,290	56.14	NIL	642,290	56.14	NIL	NIL
2	The Hindustan Times Limited	47584	4.16	NIL	47854	4.16	NIL	NIL
3	Earthstone Holding (One) Private Limited	74000	6.47	NIL	74000	6.47	NIL	NIL

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

S. No	Name	Shareholding at the Beginning(01/04/2017)		Date	Increase/ Decrease in shareholding	Reasons	Cumulative shareholding during the year (01.04.2017) to (31.03.2018)	
		No. of shares	% of total shares of the Company				No. of shares	% of total shares of the Company
	No Change	No Change	No Change	No Change	No Change	No Change	No Change	No Change

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

S. No	Name	Shareholding at the beginning(01.04.2017) /end of the year (31.03.2018)		Date	Increase/ Decrease in shareholding	Reasons	Cumulative shareholding during the year (01.04.2017) to (31.03.2018)	
		No. of shares	% of total shares of the Company				No. of shares	% of total shares of the Company
1	The Punjab Produce & Trading Co. Limited	88000	7.69	-	-	-	88000	7.69
2	Kolkata Medical Institute	49666	4.34	-	-	-	49666	4.34
3	Shekhavati Investment & Traders Limited	46600	4.07	-	-	-	46600	4.07
4	Life Insurance Corporation of India	31830	2.78	-	-	-	31830	2.78
5	Jaipur Finance & Dairy Products Private Limited	23332	2.04	-	-	-	23332	2.04
6	Amer Investments (Delhi) Limited	21000	1.84	-	-	-	21000	1.84
7	Central India Industries Limited	18882	1.65	-	-	-	18882	1.65
8	Industry House Limited	10000	0.87	-	-	-	10000	0.87
9	National Insurance Co. Limited	8500	0.74	-	-	-	8500	0.74
10	Mrs. Meenakshi Mohta & Anurag Mohta	6066	0.53	-	-	-	6066	0.53

**(v) Shareholding of Directors and Key Managerial Personnel:**

S. No		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
	<b>For each of the Director and Key Managerial Person</b>				
	<b>At the beginning of the year</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
	<b>Date wise increase /Decrease in shareholding</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

	<b>during the year specifying the reason for increase/Decrease</b>				
	<b>At the end of the year(or on date of separation, if separated during the year)</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

## V. INDEBTEDNESS

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

<b>Indebtedness on the beginning of the Financial year 2017-2018</b>	<b>Secured Loan Excluding deposits</b>	<b>Unsecured Loans</b>	<b>Deposits</b>	<b>Total Indebtness</b>
<b>i)Principal amount</b>	<b>NIL</b>	<b>500.00 lacs</b>	<b>NIL</b>	<b>500.00 lacs</b>
<b>ii) Interest due but not paid</b>	<b>NIL</b>	<b>20.43 Lacs</b>	<b>NIL</b>	<b>20.43 Lacs</b>
<b>iii) Interest accrued but not due</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
<b>Total(i+ii+iii)</b>	<b>NIL</b>	<b>520.43</b>	<b>NIL</b>	<b>520.43</b>
<b>Change in Indebtedness during the financial year 2017-2018</b>				
• <b>Addition</b>	<b>NIL</b>	<b>37.50</b>	<b>NIL</b>	<b>37.50</b>
• <b>Reduction</b>	<b>NIL</b>	<b>3.75</b>	<b>NIL</b>	<b>3.75</b>
<b>Net Change</b>	<b>NIL</b>	<b>33.75</b>	<b>NIL</b>	<b>33.75</b>
<b>Indebtedness at the end of the financial year 2017-2018</b>				
<b>i)Principal Amount</b>	<b>NIL</b>	<b>500.00 lacs</b>	<b>NIL</b>	<b>500.00 lacs</b>
<b>ii)Interest due but not paid</b>	<b>NIL</b>	<b>54.18 lacs</b>	<b>NIL</b>	<b>54.18 lacs</b>
<b>iii) interest accrued but not due</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	
<b>Total (i+ii+iii)</b>	<b>NIL</b>	<b>554.18 lacs</b>	<b>NIL</b>	<b>554.18 lacs</b>

## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

<b>S.No</b>	<b>Particulars of Remuneration</b>	<b>Name of MD/WTD/Manager</b>		<b>Total Amount</b>
<b>1</b>	<b>Gross Salary</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
	(a)Salary as per provisions contained in section 17(1) of 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			
<b>2</b>	Stock Option	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
<b>3</b>	Sweat Equity	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
<b>4</b>	Commission -as % of profit -others, specify	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
<b>5</b>	Others, please specify	<b>NIL</b>	<b>NIL</b>	<b>NI</b>
<b>6</b>	Total(A)	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
<b>Ceiling as per Act</b>		<b>13.27 Lacs</b> (being 10% of the Net Profit of the Company for the financial year 2017-18)		

*\*The Company do not have any Managing Director/ Whole Time Director/and or Manager.*

*B. Remuneration to other directors:*

Particular of Director	Name of the Director				Total Amount
	Chairman		Independent Directors		
<b>Fee for attending Board/Committee Meetings</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
<b>Commission</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
<b>Total B</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
<b>Total Managerial remuneration</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
<b>Overall ceiling as per Act</b>	<b>14.59 Lacs</b> (being 11% of the Net Profit of the Company for the financial year 2017-18)				

**REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD**

S. No	Particulars of Remuneration	Amount(in Lacs) per annum	Amount(in Lacs) per annum	Amount(in Lacs) per annum
<b>1</b>	<b>Gross Salary</b>	<b>Mr. Vishal Jain (Chief Executive Officer)</b>	<b>Ms. Pratiksha Agrawal (Chief Financial Officer)</b>	<b>Neha Jain (Company Secretary)</b>
	(a)Salary as per Provisions contained section 17(1) of the Income Tax Act,1961	<b>7.72</b>	<b>2.76</b>	<b>1.44</b>
	(b) Value of Perquisites u/s 17(2) Income Tax Act,1961	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

2	Stock Option	NIL	NIL	NIL
3	Sweat Equity	NIL	NIL	NIL
4	Commission <ul style="list-style-type: none"> <li>• As % of Profit</li> <li>• Others, specify</li> </ul>	NIL	NIL	NIL
5	Others, Please Specify	NIL	NIL	NIL
	<b>Total</b>	<b>7.72</b>	<b>2.76</b>	<b>1.44</b>

#### 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)
<b>A. Company</b>					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL
<b>B. Directors</b>					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL
<b>C. Other Officers in Default</b>					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL

For and on behalf of the Board of Directors  
For The Birla Cotton Spinning and Weaving Mills Limited

Place: New Delhi  
Date: 14<sup>th</sup> August, 2018

V.K Charoria  
Director  
DIN-00046895

Manju Gupta  
Director  
DIN- 00124974