

ANNEXURE - II TO DIRECTORS' REPORT

Form No. MGT-9

EXTRACT OF ANNUAL RETURN

as on the financial year ended on 31st March, 2020

[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 L18101RJ2007PLC025502

ii) Registration Date 14th December, 2007

iii) Name of the Company Bhilwara Technical Textiles Limited

iv) Category / Sub-Category of the Company Public Company/ Company limited by shares

v) Address of the Registered office and contact LNJ Nagar, Mordi, Banswara, Rajasthan – 327 001 details Tel.No.+91-2961-231251-52, 231385,

+91-2962-302400 Website: <u>www.bttl.co.in</u>

E-mail: bttl.investor@Injbhilwara.com

vi) Whether listed company Yes

vii) Name, Address and Contact details of Registrar and Transfer Agent, if any BEETAL Financial & Computer Services (P) Ltd. Beetal House, 3rd Floor,99, Madangir, Behind Local

Shopping Centre, New Delhi – 110 062

Tel. No. 011-29961281-83, Fax No. 011-29961284

E-mail: <u>beetalrta@gmail.com</u>, <u>beetal@beetalfinancial.com</u>

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

S. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1.	Other Yarn & fabrics	99611319	100.00

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S. No.	Name & Address of the Company	CIN/GLN	Holding / Subsidiary / Associate	% of Shares Held	Applicable Section
1	BMD Private Limited Village- Mordi, Tehsil- Ghatol, Banswara, Rajasthan- 327 001	U18101RJ1996PTC012501	Associate	49.87	2(6)

IV. SHARE HOLDING PATTERN (equity share capital breakup as percentage of total equity)

i) Category-wise Share Holding

	Category of Shareholders	at t	No. of Shares held at the beginning of the year 01.04.2019				No. of Shares held at the end of the year 31.03.2020				
		Demat	Physical	Total	% of total shares	Demat Physical Total % of total shares					
(A)	Promoters										
1	Indian										
(a)	Individual / HUF	2,22,53,924	-	2,22,53,924	38.12	2,22,53,924	-	2,22,53,924	38.12	0.00	
(b)	Central Govt	-	-		-	-	-	-	-	-	

	Category of Shareholders	att	No. of Sha the beginnin 01.04.2	g of the year			No. of Sha at the end o 31.03.2	f the year		% change during the Year
		Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
(c)	State Govt (s)	-	-	-	-	-	-	-	-	-
(d)	Bodies Corporate	1,49,22,267	-	1,49,22,267	25.57	1,58,20,999	-	1,58,20,999	27.10	1.53
(e)	Banks / FI									
(f)	Any Other									
	Subtotal (A) (1)	3,71,76,191	-	3,71,76,191	63.69	3,80,74,923	-	3,80,74,923	65.22	1.53
2	Foreign									
(a)	NRIs - Individuals	-	-	-	-	-	-	-	-	-
(b)	Other - Individuals	-	-	-	-	-	-	-	-	-
(c)	Bodies Corporate	-	-	-	-	-	-	-	-	-
(d)	Banks / FI	-	-	-	-	-	-	-	-	-
(e)	Any Other	-	-	-	-	-	-	-	-	-
. ,	Subtotal (A) (2)	-	-	-	-	-	-	-	_	-
	Total Shareholding of Promoters (A) = (A) (1) + (A) (2)	3,71,76,191	-	3,71,76,191	63.69	3,80,74,923	-	3,80,74,923	65.22	1.53
(B)	Public shareholding									
1	Institutions									
(a)	Mutual Funds	6,013	46,625	52,638	0.09	6,013	46,625	52,638	0.09	0.00
(b)	Banks / FI	29,281	2,487	31,768	0.05	29,281	2,487	31,768	0.05	0.00
(c)	Central Govt	20,201	2,107		0.00	20,201	2,107		0.00	-
(d)	State Govt (s)	_		_		_	_	_	_	_
(e)	Venture Capital Funds									
(f)	Insurance Companies	12,55,314		12,55,314	2.16	12,18,729		12,18,729	2.09	-0.07
	Fils	0	250	250	0.00	12,10,729	250	250	0.00	0.00
(g) (h)	Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
(i)	Others	_		_	_	_		_	_	
(1)	Sub-total (B) (1)	12,90,608	49,362	13,39,970	2.30	12,54,023	49,362	13,03,385	2.23	-0.07
B 2	Non-institutions	12,00,000	40,002	10,00,010	2.00	12,04,020	40,002	10,00,000	2.20	0.07
(a)	Bodies Corporate									
(a)		1,07,81,750	0.276	1,07,91,026	18.49	99,27,671	9,276	99,36,947	17.02	-1.47
	,	1,07,61,750				99,27,671	10,46,250			
/h)	,	-	10,46,250	10,46,250	1.79	-	10,46,250	10,46,250	1.79	0.00
(b)	Individuals	E7 40 050	0.00.044	GE 00 001	11.00	E0 44 000	0.05.000	66 47 070	11.00	0.10
	 i) Individual shareholders holding nominal share capital up to ₹ 1 lakh 	57,49,050	8,33,341	65,82,391	11.28	58,41,336	8,05,936	66,47,272	11.38	0.10
	ii) Individual shareholders holding nominal share capital in excess of ₹ 1 lakh.	7,36,630	-	7,36,630	1.26	8,32,646	-	8,32,646	1.43	0.17



	Category of Shareholders	at t	No. of Sha the beginnin 01.04.2	g of the year			No. of Sha at the end o 31.03.	f the year		% change during the Year
		Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
(c)	Others									
	i) Trust	250	-	250	0.00	250	-	250	0.00	0.00
	ii) NRI	87,022	22,521	1,09,543	0.19	67,649	22,521	90,170	0.15	-0.04
	iii) Clearing Member	1,52,596	-	1,52,596	0.26	2,608	0	2,608	0.00	-0.26
	iv) HUF	4,38,458	0	4,38,458	0.75	4,38,854	0	4,38,854	0.75	0.00
	Sub-total (B) (2)	1,79,45,756	19,11,388	1,98,57,144	34.02	1,71,11,014	18,83,983	1,89,94,997	32.54	-1.50
(B)	Total Public Shareholding (B) = (B)(1)+(B)(2)	1,92,36,364	19,60,750	2,11,97,114	36.32	1,83,65,037	19,33,345	2,02,98,382	34.77	-1.55
(C)	Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	•
	Grand Total (A) + (B) + (C)	5,64,12,555	19,60,750	5,83,73,305	100.00	5,64,12,555	19,60,750	5,83,73,305	100	0.00

ii) Shareholding of Promoters

S. No	Shareholder's Name		areholding at of the year 01			areholding at e year-31st M		% change in share
		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	holding during the year
1	Shri Shekhar Agarwal	26,16,425	4.48	-	26,16,425	4.48	-	0.00
2	Shri Shekhar Agarwal-HUF	40,27,344	6.90	-	40,27,344	6.90	-	0.00
3	Smt. Shashi Agarwal	1,01,59,855	17.40	-	1,01,59,855	17.40	-	0.00
4	Ms. Shuchi Poddar	1,34,685	0.23	-	1,34,685	0.23	-	0.00
5	Shri Shantanu Agarwal	53,08,115	9.09	-	53,08,115	9.09	-	0.00
6	Shri Shekhar Agarwal- Trust	3,750	0.01	-	3,750	0.01	-	0.00
7	Shri Shantanu Agarwal-HUF	3,750	0.01	-	3,750	0.01	-	0.00
8	M/s Agarwal Finestate Pvt. Ltd.	73,15,358	12.53	-	73,15,358	12.53	-	0.00
9	M/s LNJ Financial Services Ltd.	21,250	0.04	-	21,250	0.04	-	0.00
10	M/s Ultramarine Impex Pvt. Ltd.	25,05,477	4.29	-	25,05,477	4.29	-	0.00
11	M/s Diplomat Leasing and Finance Pvt. Ltd.	14,78,504	2.53	-	14,78,504	2.53	-	0.00
12	M/s Sita Nirman Pvt. Ltd.	36,01,678	6.17	-	36,01,678	6.17	-	0.00
13	M/s Pawanputra Trading Private Limited	-	-	-	8,98,732	1.54	-	1.54
	Total	3,71,76,191	63.68		3,80,74,923	65.22		1.54

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

S. No.		Shareholding Cumula at the beginning Shareho during of the year-01.04.2019 Year- 31.0		olding g the		
		No. of shares	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,		No. of shares	% of total shares of the company
1.	At the beginning of the year	37176191		63.68	38074923	65.22
2.	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment/ transfer / bonus/ sweat equity etc.):	#				
	At the end of the year	38074923 65.22				

Decrease/Increase in shareholding of Promoters group is mentioned hereunder:

S. No.	Name	Shareholding at the beginning (01.04.2019)/ End of the Year (31.03.2020)		Date	Increase/ Decrease in Shareholding	Reason	Sharehold the year (0	ilative ing during 01.04.19 to .2020)
		No. of Shares	% of total Shares of the Company				No. of Shares	% of total shares of the Company
1.	M/s Pawanputra	0	0	01.04.2019				
	Trading Private Limited			13.12.2019	1,00,000	Purchase	1,00,000	0.17
				20.12.2019	2,52,329	Purchase	3,52,329	0.60
				27.12.2019	4,50,006	Purchase	8,02,335	1.37
				03.01.2020	96,367	Purchase	8,98,732	1.54
				31.03.2020			8,98,732	1.54

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

S. No.	Name	Shareholding at the beginning (01-04-2019) / End of the Year (31.03.2020)		7	Increase / Decrease in Shareholding	Reason	Cumulative Shareholding during the year (01.04.19 to 31.03.2020)	
		No of Shares	% of total shares of the company				No. of shares	% of total shares of the company
1.	Anderson Dealtrade Pvt. Ltd.	5411689	9.27	01.04.2019				
		5411689	9.27	31.03.2020			5411689	9.27
2.	Inter Globe Capital Market Ltd	2540173	4.35	01.04.2019				
				05.04.2019	148305	Purchase	2688478	4.60
				14.06.2019	300000	Purchase	2988478	5.12
				16.08.2019	150000	Purchase	3138478	5.38
				23.08.2019	149999	Purchase	3288477	5.63
				30.08.2019	300001	Purchase	3588478	6.15
				06.09.2019	199	Purchase	3588677	6.15
				13.09.2019	99301	Purchase	3687978	6.32



S. No.	Name	Shareholdir beginning (01 End of the Year	-04-2019) /	Date	Increase / Decrease in Shareholding	Reason	during the	Shareholding year (01.04.19 03.2020)
		No of Shares	% of total shares of the company				No. of shares	% of total shares of the company
				20.09.2019	110989	Purchase	3798967	6.51
				27.09.2019	-899989	Sell	2898978	4.97
				31.03.2020			2898978	4.97
3.	Life Insurance Corporation of India	1255236	2.15	01.04.2019			1255236	2.15
				05.04.2019	-5820	Sell	1249416	2.14
				12.04.2019	-700	Sell	1248716	2.14
				19.04.2019	-5400	Sell	1243316	2.13
				26.04.2019	-1204	Sell	1242112	2.13
				31.05.2019	-457	Sell	1241655	2.13
				07.06.2019	-1252	Sell	1240403	2.12
				14.06.2019	-650	Sell	1239753	2.12
				21.06.2019	-200	Sell	1239553	2.12
				28.06.2019	-425	Sell	1239128	2.12
				09.08.2019	-504	Sell	1238624	2.12
				16.08.2019	-4609	Sell	1234015	2.11
				23.08.2019	-4689	Sell	1229326	2.10
				30.08.2019	-10000	Sell	1219326	2.09
				06.09.2019	-575	Sell	1218751	2.09
				10.01.2020	-100	Sell	1218651	2.09
				31.03.2020			1218651	2.09
4.	Deltra Ltd.	976500	1.67	01.04.2018	0	Nil	976500	1.67
		976500	1.67	31.03.2019	0	movement during the year	976500	1.67
5.	Symphony Merchants Pvt. Ltd.	5,15,900	0.88	01.04.2019				
				12.04.2019	-500	Sell	515400	0.88
				26.04.2019	-1500	Sell	513900	0.88
				19.07.2019	-500	Sell	513400	0.88
				26.07.2019	-2000	Sell	511400	0.88
				02.08.2019	-500	Sell	510900	0.87
				09.08.2019	-20000	Sell	490900	0.84
				16.08.2019	-2000	Sell	488900	0.84
				31.03.2020			488900	0.84
6.	G Shankar	264984	0.45	01.04.2019				
				05.04.2019	6100	Purchase	271084	0.46
				12.04.2019	3050	Purchase	274134	0.47
				19.04.2019	4100	Purchase	278234	0.48
				26.04.2019	6135	Purchase	284369	0.49
				24.05.2019	2030	Purchase	286399	0.49
				31.05.2019	1300	Purchase	287699	0.49
				07.06.2019	9000	Purchase	296699	0.51
				09.08.2019	1941	Purchase	298640	0.51

S. No.	Name	Shareholdii beginning (01 End of the Year	-04-2019) /	Date	Increase / Decrease in Shareholding	Reason	during the	Shareholding year (01.04.19 03.2020)
		No of Shares	% of total shares of the company				No. of shares	% of total shares of the company
				06.12.2019	7168	Purchase	305808	0.52
				03.01.2020	2200	Purchase	308008	0.53
				10.01.2020	6092	Purchase	314100	0.54
				17.01.2020	14540	Purchase	328640	0.56
				24.01.2020	300	Purchase	328940	0.56
				31.01.2020	1210	Purchase	330150	0.56
				07.02.2020	7795	Purchase	337945	0.58
				14.02.2020	10416	Purchase	348361	0.60
				21.02.2020	500	Purchase	348861	0.60
				28.02.2020	12035	Purchase	360896	0.62
				27.03.2020	104	Purchase	361000	0.62
				31.03.2020			361000	0.62
7.	Kamal Metharam Jagwani	241646	0.41	01.04.2019	0	Nil movement	241646	0.41
		241646	0.41	31.03.2020		during the year	241646	0.41
8.	Veena K Jagwani	230000	0.39	01.04.2019	0	Nil	230000	0.39
		230000	0.39	31.03.2020		Movement during the year	230000	0.39
9.	VRB Financial Services Limited	109000	0.19	01.04.2019				
				19.07.2019	62	Purchase	109062	0.19
				26.07.2019	125	Purchase	109187	0.19
				25.10.2019	305	Purchase	109492	0.19
				01.11.2019	7805	Purchase	117297	0.20
				27.03.2020	7901	Purchase	125198	0.21
				31.03.2020			125198	0.21
10.	Kavita Rajesh Manek	86000	0.15	01.04.2019	0	Nil	86000	0.15
		86000	0.15	31.03.2020		Movement during the year	86000	0.15

v) Shareholding of Directors and Key Managerial Personnel

S. No.	Name	Shareholding at the beginning (01-04-2019)/ End of the Year (31.03.2020)		Date	Increase / Decrease in Share- holding	ecrease n Share-	Cumulative Shareholding during the year (01.04.19 to 31.03.2020)	
		No of Shares	% of total shares of the company				No. of shares	% of total shares of the company
1.	Shri Shekhar Agarwal, Chairman, Managing Director, CEO	26,16,425	4.48	01.04.2019	0	Nil movement during the	26,16,425	4.48
	(Director & KMP)	26,16,425	4.48	31.03.2020		year		
2.	Shri Shantanu Agarwal (Director)	53,08,115	9.09	01.04.2019	0	Nil movement	53,08,115	9.09
		53,08,115	9.09	31.03.2020		during the year		



S. No.	Name	Shareholding at the beginning (01-04-2019)/ End of the Year (31.03.2020)		Date	Increase / Decrease in Share- holding	Reason	Cumulative Shareholding during the year (01.04.19 to 31.03.2020)	
		No of Shares	% of total shares of the company	f the	No. of shares		% of total shares of the company	
3.	Shri Riju Jhunjhunwala (Director)	0	0.00	01.04.2019	0	0 Nil movement during the year	0	0.00
		0	0.00	31.03.2020				
4.	Shri Priya Shankar Dasgupta (Director)	0	0.00	01.04.2019	0	Nil movement during the year	0	0.00
		0	0.00	31.03.2020				
5.	Smt. Sunita Mathur (Director)	0	0.00	01.04.2019	0	Nil movement		
		0	0.00	31.03.2020		during the year	0	0.00
6.	Shri Arjun Sharma, Company Secretary, CFO (KMP)	0	0.00	01.04.2019	1	Nil movement during the year	0	0.00
		0	0.00	31.03.2020				

V. INDEBTEDNESS

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

(₹ in Lakhs)

S. No.	Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness		
Α	Indebtedness at the beginning of the financial year						
i)	Principal Amount						
ii)	Interest due but not paid						
iii)	Interest accrued but not due						
	Total (i+ii+iii)						
В	Change in Indebtedness during the financial year	1					
	* Addition	NIL					
	* Reduction						
	Net Change						
С	Indebtedness at the end of the financial year	1					
i)	Principal Amount	1					
ii)	Interest due but not paid						
iii)	Interest accrued but not due						
	Total (i+ii+iii)						

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

(₹ in Lakhs)

			(\ III Editilo)
S. No.	Particulars of remuneration	Shri Shekhar Agarwal, Chairman & Managing Director and CEO*	Total Amount
1.	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	Nil	Nil
	(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		
5.	Others, please specify		
	Total (A)	Nil	Nil
	Ceiling as per the Act		

^{*} No remuneration is drawn by Shri Shekhar Agarwal, Chairman & Managing Director and CEO of the Company.

B. Remuneration to other Director

(₹ in Lakhs)

					(* =a
S. No.	Particulars of Directors	Fee for attending board/committee meetings	Commission	Others	Total Amount
1	Independent Directors				
i	Shri Priya Shankar Dasgupta	0.28	-	-	0.28
ii	Smt. Sunita Mathur	0.32	-	-	0.32
	Total B (1)	0.60	-	-	0.60
2	Other Non-Executive Directors				
i	Shri Riju Jhunjhunwala	0.28	-	-	0.28
ii	Shri Shantanu Agarwal	0.06	-	-	0.06
	Total B (2)	0.34	-	-	0.34
	Total B (1) + B (2)	0.94	-	-	0.94
	Overall Ceiling as per the Act				



C. Remuneration to Key Managerial Personnel (other than MD)

(₹ in Lakhs)

S. No.	Particular of Remuneration	Shri Arjun Sharma, Company Secretary and CFO	Total
1.	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	3.85	3.85
	(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	-	-
5.	Others, please specify	-	-
	Total (A)	3.85	3.85
	Ceiling as per the Act		

VII. PENALTIES/ PUNISHMENTS / 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					
	Punishment					
	Compounding					
B.	Directors					
	Penalty					
	Punishment					
C.	Other Officers in Default					
	Penalty					
	Punishment					