

FORM NO. MGT - 9

EXTRACT OF ANNUAL RETURN

As on the financial year ended on 31st March, 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

1	CIN	L17110MH1912PLC000351
2	Registration Date	6 th November, 1912
3	Name of the Company	Simplex Realty Limited
4	Category / Sub-Category of the Company	Company having Share Capital
5	Address of the Registered office Contact details	30, Keshavrao Khadye Marg, Sant Gadge Maharaj Chowk, Mumbai - 400011 Tel No. 022-23082951 E-mail: company-secretary@simplex-group.com
6	Whether listed company	Yes
7	Name, Address and Contact details of Share Transfer Agent, if any	Freedom Registry Limited Plot No. 101/102, 19 th Street, MIDC, Satpur, Nashik - 422007 Tel No. 0253-2354032 E-mail: support@freedomregistry.in

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	Construction and Real Estate Development	4100	100

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
1	Simplex Papers Ltd. 30, Keshavrao Khadye Marg, Sant Gadge Maharaj Chowk, Mumbai - 400011	L21010MH1994PLC078137	Associate	49.01	2(6)
2	Simplex Mills Company Ltd. 30, Keshavrao Khadye Marg, Sant Gadge Maharaj Chowk, Mumbai - 400011	L65900MH1998PLC16585	Associate	48.99	2(6)

IV. SHAREHOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i. Category-wise Shareholding:

Category of Shareholders	No. of Shares held at the beginning of the year (As on 01.04.2018)				No. of Shares held at the end of the year (As on 31.03.2019)				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual / HUF	245384	-	245384	8.20	259661	-	259661	8.68	0.48
b) Central Govt.	-	-	-	-	-	-	-	-	-
c) State Govt.(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corporate	1316981	-	1316981	44.03	1342163	-	1342163	44.87	0.84
e) Banks /FI	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
Sub-Total A(1)	1562365	-	1562365	52.23	1601824	-	1601824	53.55	1.32
(2) Foreign									
a) NRIs – Individuals	-	-	-	-	-	-	-	-	-
b) Others – Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corporate	-	-	-	-	-	-	-	-	-
d) Banks/ FI	-	-	-	-	-	-	-	-	-
e) Any Other	-	-	-	-	-	-	-	-	-
Sub- Total (A)(2)	-	-	-	-	-	-	-	-	-
Total Shareholding of Promoters (A)=(A)(1) + (A)(2)	1562365	-	1562365	52.23	1601824	-	1601824	53.55	1.32
B. Public Shareholding									
(1) Institutions									
a) Mutual Fund / UTI	-	400	400	0.01	-	400	400	0.01	-
b) Banks / FI	325	9046	9371	0.32	-	9046	9046	0.30	-0.02
c) Central Govt.	-	-	-	-	517	-	517	0.02	0.02
d) State Govt.(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	776694	-	776694	25.96	689694	-	689694	23.06	-2.90
g) FIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-Total (B)(1)	777019	9446	786465	26.29	690211	9446	699657	23.39	-2.90

Category of Shareholders	No. of Shares held at the beginning of the year (As on 01.04.2018)				No. of Shares held at the end of the year (As on 31.03.2019)				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(2) Non – Institutions									
a) Bodies Corporate									
i) Indian	92089	2921	95010	3.18	56094	2871	58965	1.97	-1.21
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual Shareholders holding nominal share capital upto ₹ 1 lakh	350157	160576	510733	17.07	327580	128317	455897	15.24	-1.83
ii) Individual Shareholders holding nominal share capital in excess of ₹ 1 lakh	26452	-	26452	0.88	60183	-	60183	2.01	1.13
c) Others (HUF, Clearing Members, Foreign National, NRIs, Trusts)	9982	375	10357	0.35	114481	375	114856	3.84	3.49
Sub – Total (B)(2)	478680	163872	642552	21.48	558338	131563	689901	23.06	1.58
Total Public Shareholding (B)=(B)(1)+(B)(2)	1255699	173318	1429017	47.77	1248549	141009	1389558	46.45	-1.32
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	2818064	173318	2991382	100.00	2850373	141009	2991382	100.00	-

ii. Shareholding of Promoters

Shareholders Name	Shareholding at the beginning of the year (As on 01.04.2018)			Shareholding at the end of the year (As on 31.03.2019)			% 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	
A. Individual							
a. Nandan Damani	120587	4.03	-	120587	4.03	-	-
b. Nandan Damani - HUF	300	0.01	-	300	0.01	-	-
c. Kamladevi Devratan Bagri	33	-	-	33	-	-	-
d. Nalini Somany	511	0.02	-	511	0.02	-	-
e. Sanjay N Damani	61553	2.06	-	61553	2.06	-	-
f. Shashi A Patodia	10414	0.34	-	24691	0.82	0.49	-
g. Shreelekha N Damani	51936	1.74	-	51936	1.74	-	-
h. Sumita Somany	50	-	-	50	-	-	-
B. Bodies Corporate							
a. Lucky Vyapaar and Holdings Private Limited	743040	24.84	-	743040	24.84	-	-
b. New Textiles LLP (formerly known as New Textiles Private Limited)	573941	19.19	-	599123	20.03	0.83	-
Total (A+B)	1562365	52.23	-	1601824	53.55	1.32	-

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

Shareholders Name	Shareholding at the beginning of the year (As on 01.04.2018)		Cumulative Shareholding during the year (From 01.04.2018 to 31.03.2019)	
	No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of the Company
1 Shashi A Patodia				
a. At the Beginning of the year	10414	0.34	-	-
b. Changes during the year	No change during the year			
Date	Reason			
14.09.2018	Buy	8777	0.30	19191
29.09.2018	Buy	5500	0.18	24691
c. At the end of the year		-	-	24691

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

Shareholders Name	Shareholding at the beginning of the year (As on 01.04.2018)		Cumulative Shareholding during the year (From 01.04.2018 to 31.03.2019)	
	No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of the Company
2 New Textiles LLP				
a. At the Beginning of the year	573941	19.19	-	-
b. Changes during the year	No change during the year			
Date	Reason			
07.09.2018	Buy	20032	593973	19.86
29.09.2018	Buy	5000	598973	20.03
12.10.2018	Buy	150	599123	20.03
c. At the end of the year		-	599123	20.03

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

For Each of the Top 10 Shareholders	Shareholding at the beginning of the year (As on 01.04.2018)		Cumulative Shareholding during the year (From 01.04.2018 to 31.03.2019)	
	No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of the Company
1. Life Insurance Corporation of India				
a. At the Beginning of the year	685741	22.92	-	-
b. Changes during the year	No change during the year			
Date	Reason			
31.08.2018	Sell	-10400	675341	22.57
07.09.2018	Sell	-18600	656741	21.95
21.09.2018	Sell	-10000	646741	21.62
29.09.2018	Sell	-19000	627741	20.98
23.11.2018	Sell	-15000	612741	20.48
30.11.2018	Sell	-14000	598741	20.01
c. At the end of the year		-	598741	20.01
2. The Oriental Insurance Company Limited				
a. At the Beginning of the year	90900	3.04	-	-
b. Changes during the year	No change during the year			
c. At the end of the year		-	90900	3.04

For Each of the Top 10 Shareholders	Shareholding at the beginning of the year (As on 01.04.2018)		Cumulative Shareholding during the year (From 01.04.2018 to 31.03.2019)		
	No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of the Company	
3. *IEPF					
a. At the Beginning of the year	40097	1.34	-	-	
b. Changes during the year					
Date	Reason				
08.03.2019	Trf	365	0.01	40462	1.35
15.03.2019	Trf	20887	0.70	61349	2.05
29.03.2019	Trf	1578	0.05	62927	2.10
c. At the end of the year	-	-	62927	2.10	
4. Tapan Kumar Dey					
a. At the Beginning of the year	26452	0.88	-	-	
b. Changes during the year					
Date	Reason				
06.04.2018	Buy	100	0.00	26552	0.88
27.04.2018	Buy	268	0.01	26820	0.89
11.05.2018	Buy	11	0.00	26831	0.89
12.10.2018	Buy	100	0.00	26931	0.89
15.02.2019	Buy	287	0.01	27218	0.90
15.03.2019	Buy	350	0.01	27568	0.91
c. At the end of the year	-	-	27568	0.91	
5. Shrinathji Flour Mills LLP					
a. At the Beginning of the year	21899	0.73	-	-	
b. Changes during the year					
Date	Reason				
06.04.2018	Buy	2334	0.08	24233	0.81
25.05.2018	Buy	160	0.00	24393	0.81
15.06.2018	Buy	476	0.02	24869	0.83
06.07.2018	Buy	2	0.00	24871	0.83
25.07.2018	Buy	252	0.01	25123	0.84
10.08.2018	Buy	16	0.00	25139	0.84
17.08.2018	Buy	173	0.01	25312	0.85
24.08.2018	Buy	140	0.00	25452	0.85
31.08.2018	Buy	433	0.01	25885	0.86
07.09.2018	Buy	190	0.01	26075	0.87
c. At the end of the year	-	-	26075	0.87	

For Each of the Top 10 Shareholders	Shareholding at the beginning of the year (As on 01.04.2018)		Cumulative Shareholding during the year (From 01.04.2018 to 31.03.2019)	
	No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of the Company
6. Laxmi Devi Damani				
a. At the Beginning of the year	13615	0.46	-	-
b. Changes during the year	No change during the year			
c. At the end of the year	-	-	13615	0.46
7. Samanvitha Securities Private Limited				
a. At the Beginning of the year	10236	0.34	-	-
b. Changes during the year:				
Date	Reason			
07.09.2018	Buy	54	10290	0.34
21.09.2018	Sell	-54	10236	0.34
29.09.2018	Buy	40	10276	0.34
15.03.2019	Sell	-775	9501	0.31
c. At the end of the year	-	-	9501	0.31
8. VSL Securities Private Limited				
a. At the Beginning of the year	8000	0.27	-	-
b. Changes during the year	No change during the year			
c. At the end of the year	-	-	8000	0.27
9. Pratibha Maheshwari				
a. At the Beginning of the year	7834	0.26	-	-
b. Changes during the year	No change during the year			
c. At the end of the year	-	-	7834	0.26
10. Veena Vallabhadas Gandhi				
a. At the Beginning of the year	6955	0.23	-	-
b. Changes during the year	No change during the year			
c. At the end of the year	-	-	6955	0.23

For Each of the Top 10 Shareholders	Shareholding at the beginning of the year (As on 01.04.2018)		Cumulative Shareholding during the year (From 01.04.2018 to 31.03.2019)	
	No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of the Company
11. *The Nav Bharat Refrigeration and Industries Ltd.				
a. At the Beginning of the year	-	-	-	-
b. Changes during the year:				
Date Reason				
30.11.2018 Buy	103	0.00	103	0.00
07.02.2019 Buy	24660	0.82	24763	0.82
15.02.2019 Buy	400	0.01	25163	0.83
22.02.2019 Buy	368	0.01	25531	0.84
01.03.2019 Buy	1781	0.06	27312	0.90
22.03.2019 Buy	2321	0.08	29633	0.98
29.03.2019 Buy	592	0.02	30225	1.00
c. At the end of the year	-	-	30225	1.00
12. *Shivani Vishal Jatia				
a. At the Beginning of the year	-	-	-	-
b. Changes during the year:				
Date Reason				
29.09.2018 Buy	10000	0.33	10000	0.33
05.10.2018 Buy	4000	0.13	14000	0.46
23.11.2018 Buy	5000	0.17	19000	0.63
c. At the end of the year	-	-	19000	0.63

*The Shareholders bought the shares during the year and the same has been reflected as one of the Top ten Shareholder as on 31st March, 2019.

v. Shareholding of Directors and Key Managerial Personnel

For Each of the Director and Key Managerial Personnel	Shareholding at the beginning of the year (As on 01.04.2018)		Cumulative Shareholding during the year (From 01.04.2018 to 31.03.2019)	
	No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of the Company
1. Nandan Damani Chairman & Managing Director				
At the beginning of the year	120587	4.03	-	-
Date wise Increase/Decrease in Promoters Shareholding during the year specifying the reason for increase/decrease (eg. Allotment/ transfer/ bonus/ sweat equity etc.)	No change during the year			
At the end of the year	-	-	120587	4.03
2. Sanjay N Damani Executive Director				
At the beginning of the year	61553	2.06	-	-
Date wise Increase/Decrease in Promoters Shareholding during the year specifying the reason for increase/decrease (eg. Allotment/ transfer/ bonus/ sweat equity etc.)	No change during the year			
At the end of the year	-	-	61553	2.06
3. Sandhya R Kini Executive Director				
At the beginning of the year	100	0.00	-	-
Date wise Increase/Decrease in Promoters Shareholding during the year specifying the reason for increase/decrease (eg. Allotment/ transfer/ bonus/ sweat equity etc.)	No change during the year			
At the end of the year	-	-	100	0.00
4. S K Somany Non-Executive Independent Director				
At the beginning of the year	900	0.03	-	-
Date wise Increase/Decrease in Promoters Shareholding during the year specifying the reason for increase/decrease (eg. Allotment/ transfer/ bonus/ sweat equity etc.)	No change during the year			
At the end of the year	-	-	900	0.03

For Each of the Director and Key Managerial Personnel	Shareholding at the beginning of the year (As on 01.04.2018)		Cumulative Shareholding during the year (From 01.04.2018 to 31.03.2019)	
	No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of the Company
5. V B Haribhakti Non-Executive Independent Director				
At the beginning of the year	300	0.01	-	-
Date wise Increase/Decrease in Promoters Shareholding during the year specifying the reason for increase/decrease (eg. Allotment/ transfer/ bonus/ sweat equity etc.)	No change during the year			
At the end of the year	-	-	300	0.01
6. Sabhapati G Shukla Non-Executive Independent Director				
At the beginning of the year	135	0.00	-	-
Date wise Increase/Decrease in Promoters Shareholding during the year specifying the reason for increase/decrease (eg. Allotment/ transfer/ bonus/ sweat equity etc.)	No change during the year			
At the end of the year	-	-	135	0.00
7. Surendra Kabra Chief Financial Officer				
At the beginning of the year	-	-	-	-
Date wise Increase/Decrease in Promoters Shareholding during the year specifying the reason for increase/decrease (eg. Allotment/ transfer/ bonus/ sweat equity etc.)	-	-	-	-
At the end of the year	-	-	-	-
8. Shekhar R Singh Company Secretary				
At the beginning of the year	-	-	-	-
Date wise Increase/Decrease in Promoters Shareholding during the year specifying the reason for increase/decrease (eg. Allotment/ transfer/ bonus/ sweat equity etc.)	-	-	-	-
At the end of the year	-	-	-	-

Shri T.C. Suseel Kumar and Shri Vijay S. Jindal, Directors of the Company did not hold any Shares during the year.

V. INDEBTEDNESS

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

(in ₹)

	Secured Loans excluding deposits	Unsecured Loan	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	-	3,33,95,141	-	3,33,95,141
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	3,33,95,141	-	3,33,95,141
Change in Indebtedness during the financial year				
Addition	-	-	-	-
Reduction	-	27,67,411	-	27,67,411
Net Change	-	(27,67,411)	-	(27,67,411)
Indebtedness at the end of the financial year				
i) Principal Amount	-	3,06,27,730	-	3,06,27,730
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	3,06,27,730	-	3,06,27,730

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

(in ₹)

Sr. No.	Particulars of Remuneration	Shri Nandan Damani (CMD)	Shri Sanjay N Damani (ED)	Smt. Sandhya R Kini (ED)	Total Amount
	Gross Salary				
1	(a) Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961	51,40,000	7,05,208	3,02,400	61,47,608
	(b) Value of perquisites under Section 17(2) Income Tax Act, 1961	7,40,000	2,35,069	2,37,600	12,12,669
	(c) Profits in lieu of salary under Section 17(3) Income Tax Act, 1961	-	-	-	-
2	Stock Options	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission	-	-	-	-
	- as % of profit	-	-	-	-
	- others, specify	-	-	-	-
5	Others, please specify	-	-	-	-
	Total (A)	58,80,000	9,40,277	5,40,000	73,60,277

B. Remuneration to other Directors:

(in ₹)

Sr. No.	Particulars of Remuneration	Name of Directors					Total Amount
		Shri V B Haribhakti	Shri S K Somany	Shri Vijay S Jindal	Shri Sabhapati G Shukla	Shri T C Suseel Kumar	
		Independent Director	Independent Director	Independent Director	Independent Director	Non-Executive Director	
1	Independent Directors						
	Fee for attending Board/ Committee Meetings	1,10,000	1,10,000	20,000	1,10,000	-	3,50,000
	Commission	-	-	-	-	-	-
	Other, please specify	-	-	-	-	-	-
	Total (B) (1)	1,10,000	1,10,000	20,000	1,10,000	-	3,50,000
2	Other Non-Executive Directors						
	Fee for attending Board/ Committee Meetings	-	-	-	-	10,000	10,000
	Commission	-	-	-	-	-	-
	Other, please specify	-	-	-	-	-	-
	Total (B)(2)	-	-	-	-	10,000	10,000
	Total (B) = (1) +(2)	1,10,000	1,10,000	20,000	1,10,000	10,000	3,60,000

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

(in ₹)

Sr. No.	Particulars of Remuneration	Key Managerial Personnel		Total Amount
		Shri Surendra Kabra	Shri Shekhar R Singh	
		(Chief Financial Officer)	(Company Secretary)	
1	Gross Salary			
	(a) Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961	42,00,000	15,25,000	57,25,000
	(b) Value of perquisites under Section 17(2) Income Tax Act, 1961	-	12,950	12,950
	(c) Profits in lieu of salary under Section 17(3) Income Tax Act, 1961	-	-	-
2	Stock Options	-	-	-
3	Sweat Equity	-	-	-
4	Commission	-	-	-
	- as % of profit	-	-	-
	- others, specify	-	-	-
5	Others, please specify	-	-	-
	Total (C)	42,00,000	15,37,950	57,37,950

VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES

Type	Section of the Companies Act	Brief Description	Details of Property/ Punishment/ Compounding fees imposed	Authority	Appeal made, if any (give details)
				[RD/NCLT/ COURT]	
A. COMPANY					
Penalty					
Punishments					
Compounding					
B. DIRECTORS					
Penalty					
Punishments					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty					
Punishments					
Compounding					

N I L