

ANNEXURE – C

Form 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	:	L27100GJ1993PLC020552
2. Registration Date	:	29 th October, 1993
3. Name of the Company	:	Shilp Gravures Limited
4. Category / Sub-Category of the Company	:	Company limited by shares
5. Address of the Registered office and contact details	:	778/6, Pramukh Industrial Estate, Sola – Santej Road, Village: Rakanpur, Tal. Kalol, Dist. Gandhinagar – 382 722
6. Whether Listed Company	:	Yes
7. Name, Address and Contact details of Registrar	:	Link Intime (India) Pvt. Ltd. 5th Floor, 506 to 508, Amarnath Business Centre - 1 (ABC -1), Beside Gala Business Centre, Nr. St. Xavier's College Corner, Off C.G. Road, Navrangpura, Ahmedabad -380009

II. PRINCIPAL BUSINESS ACTIVITY OF THE COMPANY

All the Business activities contributing 10% or more of the total Turnover of the Company shall be stated:

Sr. No.	Name and description of main products/ services	NIC Code of the Product / Service	% of total turnover of the Company
1	Engraved Copper Rollers	18122	94.24%
2	Printing Plates	18122	5.76%
	Total		100.00%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name and Address of the Company	CIN / GLN	Holding / Subsidiary /Associate Co.	Applicable Section
Not Applicable				

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				No. of Shares held at the end of the year				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoter and Promoter Group									
(1) Indian									
i) Individual/ HUF	1951635	-	1951635	31.73	1967666	-	1967666	32.00	0.27
ii) Central Govt.	-	-	-	-	-	-	-	-	-
iii) State Govt. (s)	-	-	-	-	-	-	-	-	-
iv) Bodies Corporate	-	-	-	-	-	-	-	-	-
v) Banks / FI(s)	-	-	-	-	-	-	-	-	-
vi) Any other	-	-	-	-	-	-	-	-	-
Sub Total (A)(1)	1951635	-	1951635	31.73	1967666	-	1967666	32.00	0.27
(2) Foreign									
i) NRIs –Individuals	1770440	-	1770440	28.79	1770440	-	1770440	28.79	-
ii) Other –Individuals	-	-	-	-	-	-	-	-	-
iii) Bodies Corporate	-	-	-	-	-	-	-	-	-
iv) Banks/ FI(s)	-	-	-	-	-	-	-	-	-
v) Any other	-	-	-	-	-	-	-	-	-
Sub Total (A)(2)	1770440	-	1770440	28.79	1770440	-	1770440	28.79	-
TOTAL Shareholding of Promoter (A) = (A)(1) + (A)(2)	3722075	-	3722075	60.52	3738106	-	3738106	60.78	0.27

Category of Shareholders	No. of Shares held at the Beginning of the year				No. of Shares held at the end of the year				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
B . Public Shareholding									
1. Institutions									
i) Mutual Funds	-	-	-	-	-	-	-	-	-
ii) Banks / FI(s)	-	-	-	-	-	-	-	-	-
iii) Central Govt.	-	-	-	-	-	-	-	-	-
iv) State Govt. (s)	-	-	-	-	-	-	-	-	-
v) Venture Capital Funds	-	-	-	-	-	-	-	-	-
vi) Insurance Companies	-	-	-	-	-	-	-	-	-
vii) FIIs	-	-	-	-	-	-	-	-	-
viii) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
ix) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-Total (B)(1)	-	-	-	-	-	-	-	-	-
2. Non-Institutions									
i) Bodies Corporate									
a) Indian	161989	-	161989	2.63	103010	-	103010	1.67	(0.96)
b) Overseas	-	-	-	-	-	-	-	-	-
ii) Individuals									
a) Individual shareholders holding nominal share capital upto Rs. 2 Lacs	1287095	229500	1516595	24.66	1553147	198300	1751447	28.48	3.82
b) Individual shareholders holding nominal share capital in excess of Rs. 2 Lacs	253356	-	253356	4.12	88798	61700	150498	2.45	(1.67)
c) Others (specify)									
NRI (Repatriation)	56519	222400	278919	4.53	108965	99200	208165	3.38	(1.14)
NRI (Non- Repatriation)	10262	-	10262	0.16	12736	-	12736	0.21	0.5
Directors & their Relatives & Friends	46953	-	46953	0.76	48753	-	48753	0.79	0.3
Undaclaimed Suspense Account.IEPF	51887	-	51887	0.84	57788	-	57788	0.94	0.10
Others (HUF, Trust, clearing members)	107764	-	107764	1.75	79297	-	79297	1.29	(0.46)
Sub - Total (B)(2)	1923938	451900	2427725	39.48	2052494	359200	2411694	39.21	-
TOTAL Shareholding of Public (B) = (B)(1) + (B)(2)	1975825	451900	2427725	39.48	2052494	359200	2411694	39.21	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
GRAND TOTAL(A + B + C)	5697900	451900	6149800	100.00	5790600	359200	6149800	100.00	-

ii) Shareholding of Promoters

Details of shareholding of Promoters and Promoter's group

Sr. No.	Category of Shareholders	Shareholding at the beginning of the year			Shareholding at the end of the year			% change during the year
		No. of Shares	% of Total Shares of the Company	% of Total Shares pledged/encumbered to total shares	No. of Shares	% of Total Shares of the Company	% of Total Shares pledged/encumbered to total shares	
1.	Patel Vithaldas Hemdas	765756	12.45	0.00	765756	12.45	0.00	0.00
2.	Hiraben Vithaldas Patel	584314	9.50	0.00	0	0	0.00	(9.50)
3.	Hiraben Vithaldas Patel / Vithaldas Hemdas Patel	396224	6.44	0.00	0	0	0.00	(6.44)
4.	Dashrath Vithaldas Patel	0	0	0.00	333228	5.42	0.00	5.42
5.	Suman Vithaldas Patel	0	0	0.00	333228	5.42	0.00	5.42
6.	Vishnu Vithaldas Patel	0	0	0.00	333228	5.42	0.00	5.42
7.	Baldev Vithaldas Patel	0	0	0.00	5000	0.08	0.00	0.08
8.	Patel Vithaldas Hemdas/ Hiraben Vithaldas Patel	24146	0.39	0.00	0	0	0.00	(0.39)
9.	Roshan Harshvadan Shah / Aarti Roshan Shah	313404	5.10	0.00	313404	5.10	0.00	0.00
10.	Atul Manilal Vinchhi / Renuka A. Vinchhi	289364	4.70	0.00	292645	4.76	0.00	0.06
11.	Ambar Jayantilal Patel / Amita A. Patel	243910	3.97	0.00	243910	3.97	0.00	0.00
12.	Narendra Ramkrishna Patil / Chhaya N. Patil	182500	2.97	0.00	182500	2.97	0.00	0.00
13.	Gajanan Vamanrao Bhavsar / Sangita G. Bhavsar	180700	2.94	0.00	180700	2.94	0.00	0.00
14.	Gajanan Vamanrao Bhavsar	128710	2.09	0.00	128710	2.09	0.00	0.00
15.	Amita Ambarbhai Patel / Ambar J. Patel	84490	1.37	0.00	84490	1.37	0.00	0.00
16.	Chhaya Narendra Patil / Narendra R. Patil	75000	1.22	0.00	75000	1.22	0.00	0.00
17.	Renuka Atul Vinchhi / Atul M. Vinchhi	73182	1.19	0.00	75632	1.23	0.00	0.04
18.	Siddharth Narendra Patil	54200	0.88	0.00	54200	0.88	0.00	0.00
19.	Deval Ambarbhai Patel / Amita Ambar Patel	53981	0.88	0.00	64281	1.04	0.00	0.16
20.	Siddharth Narendra Patil	51500	0.84	0.00	51500	0.84	0.00	0.00
21.	Narendra R. Patil (HUF)	46300	0.75	0.00	46300	0.75	0.00	0.00
22.	Priyank Gajanan Bhavsar	36455	0.59	0.00	36455	0.59	0.00	0.00
23.	Rachit Gajanan Bhavsar / Gajanan V. Bhavsar	26502	0.43	0.00	26502	0.43	0.00	0.00
24.	Neil Roshan Shah / Roshan Harshvadan Shah	22981	0.37	0.00	22981	0.37	0.00	0.00
25.	Sangita Gajanan Bhavsar / Gajanan V. Bhavsar	21671	0.35	0.00	21671	0.35	0.00	0.00
26.	Sangita Gajanan Bhavsar / Gajanan V. Bhavsar	16900	0.27	0.00	16900	0.27	0.00	0.00
27.	Sundeep Harshvadan Shah / Shefali Sundeep Shah	13400	0.22	0.00	13400	0.22	0.00	0.00
28.	Aarti Roshan Shah	11155	0.18	0.00	11155	0.18	0.00	0.00
29.	Kumudben H. Shah / Sundeep H. Shah	7000	0.11	0.00	7000	0.11	0.00	0.00
30.	Satish V. Patil	6200	0.10	0.00	6200	0.10	0.00	0.00
31.	Hemal Ambar Patel / Ambar Jayantilal Patel	2501	0.04	0.00	2501	0.04	0.00	0.00
32.	Bhanumatiben Jayantilal Patel / Ambar J. Patel	2309	0.04	0.00	2309	0.04	0.00	0.00
33.	Ravindra Ramkrishna Patil / Sunanda R. Patil	1500	0.02	0.00	1500	0.02	0.00	0.00
34.	Sumit Patil	1000	0.02	0.00	1000	0.02	0.00	0.00
35.	Amisha Jayprakash Patel / Jayprakash Patel	925	0.02	0.00	0	0	0.00	(0.02)
36.	Ambar Jayantilal Patel (HUF)	901	0.01	0.00	901	0.01	0.00	0.00
37.	Sangita Gajanan Bhavsar	870	0.01	0.00	870	0.01	0.00	0.00
38.	Jayprakash Gordhandas Patel / Ulca Jayprakash Patel	675	0.01	0.00	974	0.01	0.00	0.00
39.	Patel Anal Nandan	0	0	0.00	650	0.01	0.00	0.01
40.	Ulca Jayprakash Patel	500	0.01	0.00	1425	0.02	0.00	0.01
41.	Aditya Jayprakash Patel / Jayprakash Patel	299	0.00	0.00	0	0.00	0.00	0.00

iii) Change in Promoters' Shareholding

Sr. No.	Name of the Shareholder	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
No change during the year					
1.	At the beginning of the year	3722075	60.52	3722075	60.52
	Purchase during the year	-	-	16031	0.26
	At the end of the year	-	-	3738106	60.78

iv) Shareholding pattern of top ten 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		Change in Shareholding (No of Shares)		Shareholding at the end of the year	
		No. of Shares	% of total shares Capital of the Company	Decrease	Increase	No. of Shares	% of total shares Capital of the Company
1	Saraswatiben Dahyabhai Patel	86298	1.40	-	-	86298	1.40
2	Anil Kumar Goel	60000	0.97	-	-	60000	0.97
3	IEPF - Ministry Of Corporate Affairs	51887	0.84	-	6001	57788	0.93
4	Pravin Kantilal Shah	46700	0.46	-	15000	61700	0.75
5	Naresh Umedlal Shah	44113	0.71	-	-	44113	0.71
6	Seema Goel	38445	0.62	-	-	38445	0.62
7	Sunil M. Porecha	31200	0.51	-	10000	41200	0.50
8	Babubhai Ishwarlal Patel	31100	0.51	-	10000	41100	0.50
9	Mili Consultants & Investment Pvt. Ltd.	24498	0.39	-	-	24498	0.39
10	Vishnubhai Baldevdas Patel	21000	0.34	-	-	21000	0.34

In compliance with the provisions of Section 124 of the Companies Act, 2013, the Company has transferred the shares to Investor Education and Protection fund Authority (IEPF) those shareholders who have not claimed the dividends for a continuous period of 7 years.

v) Shareholding of Directors and Key Managerial Personnel

Sr. No.	For each of the Directors and 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. Ambar Patel - Managing Director				
	At the beginning of the year	243910	3.97	243910	3.97
	Change during the year	-	-	-	-
	At the end of the year	-	-	243910	3.97
2.	Mr. Shailesh Desai - Director				
	At the beginning of the year	1500	0.01	1500	0.01
	Change during the year	-	-	-	-
	At the end of the year	-	-	1500	0.01
3.	Mr. Nipam Shah - Director				
	At the beginning of the year	-	-	-	-
	Change during the year	-	-	-	-
	At the end of the year	-	-	-	-
4.	Mr. Jainand Vyas - Director				
	At the beginning of the year	2200	0.03	2200	0.03
	Change during the year (acquired)	-	-	300	0.00
	At the end of the year	-	-	2500	0.04
5.	Mr. Kirit Patel - Director				
	At the beginning of the year	-	-	-	-
	Change during the year	-	-	-	-
	At the end of the year	-	-	-	-
6.	Mrs. Monica Kanuga - Director				
	At the beginning of the year	-	-	-	-
	Change during the year	-	-	-	-
	At the end of the year	-	-	-	-
	Key Managerial Personnel				
1.	Mr. Roshan Harshvadan Shah - Chief Executive Officer				
	At the beginning of the year	313404	5.10	313404	5.10
	Change during the year	-	-	-	-
	At the end of the year	-	-	313404	5.10
2.	Mr. Amit Agrawal - Chief Financial Officer				
	At the beginning of the year	-	-	-	-
	Change during the year	-	-	-	-
	At the end of the year	-	-	-	-
3.	Mr. Bharat Patel - Company Secretary				
	At the beginning of the year	-	-	-	-
	Change during the year (acquired)	-	-	-	-
	At the end of the year	-	-	-	-

V. INDEBTEDNESS
Indebtedness of the Company including interest outstanding / accrued but not due for payment (Rs in Lacs)

	Secured Loans excluding deposits		Unsecured Loans		Deposits	Total Indebtedness
	Long Term	Short Term	Long Term	Short Term		
Indebtedness at the beginning of the financial year						
i) Principal Amount	654.84	404.95	0.00	0.00	0.00	1059.79
ii) Interest due but not paid	0.00	0.00	0.00	0.00	0.00	0.00
iii) Interest accrued but not due	0.00	0.00	0.00	0.00	0.00	0.00
TOTAL (i + ii + iii)	654.84	404.95	0.00	0.00	0.00	1059.79
Change in Indebtedness during the financial year						
Addition	334.39	22.91	-	-	-	357.30
Reduction	116.40	-	-	-	-	116.40
Net Change	217.99	22.91				240.90
Indebtedness at the end of the financial year						
i) Principal Amount	872.83	427.86				1300.69
ii) Interest due but not paid	-		-	-	-	-
iii) Interest accrued but not due	-					
TOTAL (i + ii + iii)	872.83	427.86	-	-	-	1300.69

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL
A. Remuneration to Managing Director/ Whole – Time Directors and / or Manager (Rs. in Lacs)

Sr. No.	Particulars of Remuneration	Name of MD / WTD/ Manager	Total Amount
		Mr. Ambar Patel (Managing Director)	
1	Gross Salary		
	a) Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961	154.68	154.68
	b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	0.63	0.63
	c) Profits in lieu of salary u/s 17(3) of the Income Tax Act, 1961	-	-
2.	Stock Option	-	-
3.	Sweat Equity	-	-
4.	Commission	-	-
	- As % of profit	-	-
	- Others, specify	-	-
5.	Others, please specify	-	-
	TOTAL (A)	155.31	155.31
	Ceiling as per Act *		

- The remuneration paid to the Managing Director for the year 2018-19 is under the ceiling as approved by the shareholders at the 25th Annual General Meeting of Company held on 14th July, 2018.
- The above stated figures for remuneration are extracted from Form 16 of the individual Managerial Personnel and Key Managerial Personnel for the F.Y. 2018-19. Whereas the figures for the managerial remuneration in Corporate Governance Report are prepared on the basis of accrual accounting principle and hence are not comparable.
- Total remuneration of Mr. Ambar Patel Managing Director includes the Silver Jubilee Bonus of Rs.78.00 lakhs paid during the year 2018-19.

B. Remuneration to other Directors

(Rs. in Lacs)

Sr. No.	Particulars of Remuneration	Name of Directors					Total Amount
		Chinubha i Shah*	Shailesh Desai	Jainand Vyas	Kirit Patel		
1	Independent Directors						
	- Fees for attending Board and Committee Meetings	-	1.75	0.95	0.85		3.55
	- Commission	-	-	-	-		
	- Others, please Specify	-	-	-	-		
	TOTAL (1)	-	1.75	0.95	0.85		3.55
2.	Other Non – Executive Directors**					Nipam Shah Monica Kanuga	
	- Fees for attending Board and Committee Meetings		-	-	-	1.55 0.95	2.50
	- Commission		-	-	-	-	
	- Others, please Specify (<i>Consultancy fees</i>)		-	-	-	8.04 3.075	11.115
	TOTAL (2)		-	-	-	9.59 4.025	17.165
	TOTAL B = (1) + (2)		1.75	0.95	0.85	9.59 4.025	17.165
	TOTAL Managerial Remuneration						
	Overall ceiling as per the Act		-	-	-	-	-

*ceased as Member of the Board due to resignation from the directorship of the Company w.e.f. 14th May, 2018

**Fees have been paid to the Other Non-Executive Directors for the professional services availed from them during the year.

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/ MANAGER/ WTD

(Rs. in Lacs)

Sr. No.	Particulars of Remuneration	Key Managerial Personnel			
		Company Secretary	Chief Executive Officer	Chief Financial Officer	TOTAL
1	Gross Salary	Mr. Bharat Patel	Mr. Roshan Shah	Mr. Amit Agrawal	
	a) Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961	6.64	135.88	11.65	154.17
	b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	-	0.63		0.63
	c) Profits in lieu of salary u/s 17(3) of the Income Tax Act, 1961	-	78.43		78.43
2.	Stock Option	-			-
3.	Sweat Equity	-			-
4.	Commission				
	- As % of profit	-			-
	- Others, specify	-			-
5.	Others	-	-	-	-
	TOTAL	6.64	214.94	11.65	233.23

Total remuneration of Mr. Roshan Shah Chief Executive officer includes gratuity and superannuation of Rs. 137.51 lakhs paid during the year 2018-19.

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)
A. Company					
Penalty			None		
Punishment					
Compounding					
B. Directors					
Penalty			None		
Punishment					
Compounding					
C. Other Officers in Defaults					
Penalty			None		
Punishment					
Compounding					