

MGT-9
Extract Of Annual Return
as on the financial year ended on 31st March, 2020
(Pursuant to sec 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies(Management and Administration) Rules, 2014)

I. CORPORATE INFORMATION:

i.	CIN	L65921GA1967PLC000157
ii.	Registration Date	12/05/1967
iii.	Name of the Company	Zuari Global Limited
iv.	Category / Sub-Category of the Company	Company Limited by Shares
v.	Address of the Registered office and contact details	Jai Kisaan Bhawan, Zuarinagar, Goa, 403726. Tel No. +91 124 4212046 Email Id: ig.zgl@adventz.com
vi.	Whether listed company	Yes
vii.	Name, Address and Contact details of Registrar and Transfer Agent	Link Intime India Private Limited, C-101, 247 Park, L.B.S. Marg, Vikhroli West, Mumbai – 400083 Tel: 022-49186000 Fax:022-49186060 <u>Email: rnt.helpdesk@linkintime.co.in</u> Website: www.linkintime.co.in

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

The business activities contributing 10% or more of the total turnover of the Company are as below:-

Sl.No.	Name and Description of main products / services	NIC Code of the Product/ service	% of total turnover of the Company
1	Real estate segment	681 & 682	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name And Address Of The Company	CIN/GLN	Holding/ Subsidiary / Associate	% of shares held	Applicable Section
1	Indian Furniture Products Limited , G106, SIDCO Industrial Estate, Kakkalur, Tamil Nadu- 602003.	U72200TN2000PLC0 89255	Subsidiary	72.45	2(87)

2	Simon India Limited, A-36, Mehtab House, Mohan Cooperatives Industrial Estate, New Delhi-110044.	U74899DL1995PLC0 71074	Subsidiary	100	2(87)
3	Zuari Management Services Limited, Jai Kisaan Bhawan, Zuarinagar, Goa, 403726.	U74900GA2006PLC0 04921	Subsidiary	100	2(87)
4	Zuari Infraworld India Limited, Adventz Centre, 1st Floor, No. 28, Cubbon Road, Bangalore- 560001 Karnataka.	U45309KA2007PLC4 3161	Subsidiary	100	2(87)
5	Zuari Investments Limited, Jai Kisaan Bhawan, Zuarinagar, Goa- 403726	U65993GA1995PLC0 01942	Subsidiary	100	2(87)
6	Zuari Sugar & Power Limited, Jai Kisaan Bhawan, Zuarinagar, Goa- 403726	U65100GA2008PLC0 07282	Subsidiary	100	2(87)
7	Zuari Finserv Limited Formerly known as Zuari Finserv Private Limited initially known as Horizon View Developers Private Limited Jai Kisaan Bhawan, Zuarinagar, Goa-403726	U45400GA2013PLC0 07383	Subsidiary	100	2(87)
8	Zuari Agro Chemicals Limited, Jai Kisaan Bhawan, Zuarinagar, Goa- 403726	L65910GA2009PLC0 06177	Associate	20	2(6)
9	Lionel India Limited , 21, Old Court House Street, Kolkata, West Bengal- 700001	U52110WB1997PLC0 83860	Associate	24.57	2(6)
10	Forte Furniture Products India Private Limited G-106, Sidco Industrial Estate Kakkalur Thiruvallur Tamil Nadu- 602003	U36999TN2017PTC1 14302	Joint Venture	48.98	2(6)
11	Texmaco Infrastructure & Holdings Limited Belgharia Kolkata West Bengal700056 IN	L70101WB1939PLC0 09800	Associate Company	20.78	2(6)

12	Zuari Indian Oiltanking Private Limited (Formerly known as Zuari Indian Oiltanking Limited) NH-17, BSancoale, Goa-40372	U11202GA2000PTC0 02869	Joint Venture	50	2(6)
13	Gobind Sugar Mills Limited, 9/1 R N Mukherjee Road, Kolkata West Bengal- 700001	L15421DL1952PLC3 54222	Indirect Subsidiary	51.27	2(87)
14	Soundaryaa IFPL Interiors Limited, G106, SIDCO Industrial Estate, Kakkalur, Tamil Nadu- 602003	U36912TN2014PLC0 96859	Indirect Subsidiary	50.01	2(87)
15	Zuari Infra Middle East Limited, PO Box No 11429, Dubai, United Arab Emirates	N.A	Indirect Subsidiary	100	2(87)
16	Zuari Insurance Brokers Limited, Jai Kisaan Bhawan, Zuarinagar, Goa- 403726	U66010GA2003PLC0 03185	Indirect Subsidiary	100	2(87)
17	Zuari Commodity Trading Limited,* Jai Kisaan Bhawan, Zuarinagar, Goa- 403726	U27205GA2008PLC0 13836	Indirect Subsidiary	100	2(87)
18	Zuari Infraworld SJM Elysium Properties LLC (formerly known as SJM Elysium Properties LLC) P.O. Box 27508 Dubai UAE	N.A	Indirect Subsidiary	100	2(87)

*Merged with Zuari Finserv Limited by Hon'ble Regional Director, Western Region, Mumbai Bench vide order dated May 09, 2019

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

i) Category-wise Share Holding

	Foreign Bank	-	-	-	-	-	-	-	-	-
	Sub-Total (B)(1)	3624913	2235	3627148	12.32	3492873	2235	3495108	11.87	-0.44
2)	Non-institutions									
a)	Bodies Corporate	3229621	16553	3246174	11.02	2526552	16489	2543041	8.63	-2.38
b)	Individuals									
	i. Individual shareholders holding nominal share capital up to Rs 1 lakh	3822602	260692	4083294	13.86	4501169	227326	4728495	16.06	2.19
	ii. Individual shareholders holding nominal share capital in excess of Rs. 1 lakh.	1580588	15190	1595778	5.42	1859404	15190	1874594	6.36	0.94
c)	Qualified Foreign Investor	-	-	-	-	-	-	-	-	-
d)	Any Other (specify)									
	Investor Education And Protection Authority Ministry Of Corporate Affairs Fund	74033	-	74033	0.25	74033	-	74033	0.25	0.00
	Clearing Member	78585	0	78585	0.26	27933	0	27933	0.09	-0.17
	Foreign Nationals									
	Non-resident Indians	219111	367	219478	0.74	181681	367	182048	0.61	-1.13
	Overseas Corporate Bodies	-	-	-	-	-	-	-	-	-
	Societies									
	Trusts	-	-	-	-	1050	0	1050	0.00	0.00
	HUF	358055	-	358055	1.22	370543	-	370543	1.25	0.04
	NBFCs registered with RBI	14400	0	14400	0.04	100	0	100	0.00	-0.04
	Bodies Corporate									
	Sub-Total (B)(2)	9376995	292802	9669797	32.81	9542465	259372	9801837	33.29	0.44
	Total Public Shareholding (B)=(B)(1)+(B)(2)	13001908	295037	13296945	45.16	13035338	261607	13296945	45.16	0
	TOTAL (A)+(B)	29145567	295037	29440604	100	29178997	261607	29440604	100	-
C)	Shares held by Custodians and against which Depository Receipts have been issued									
1)	Promoter and promoter Group	-	-	-	-					
2)	Public	-	-	-	-					
	GRAND TOTAL (A) + (B) + (C)	29145567	295037	29440604	100	29178997	261607	29440604	100	-

ii) Shareholding of Promoters

Sl. No.	Shareholder's Name	No. of Shares held at the beginning of the year			No. of Shares held at the end of the year			% Change 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	
	Promoter							
1.	Globalware Trading and Holdings Limited	74,91,750	25.45	-	7491750	25.45	-	-
2.	Texmaco Infrastructure and Holdings Limited	2757941	9.37	-	2757941	9.37	-	-
3.	Adventz Finance Private Limited	2294491	7.79	-	2294491	7.79	-	-
4.	New Eros Tradecom Limited	1196767	4.07	4.07	1196767	4.07	4.07	-
5.	Adventz Securities Enterprises Limited	98804	0.34	-	98804	0.34	-	-
6.	Adventz Investment Company Private Limited	32500	0.11	-	32500	0.11	-	-
	Promoter Group							
7.	Saroj Kumar Poddar(trustee)	1200000	4.08	-	1200000	4.08	-	-
8.	Saroj Kumar Poddar	272989	0.93	-	272989	0.93	-	-
9.	Saroj Kumar Poddar (HUF)	10457	0.04	-	10457	0.04	-	-
10.	Akshay Poddar	237928	0.81	-	237928	0.81	-	-
11.	Jyotsna Poddar	71621	0.24	-	71621	0.24	-	-
12.	Basant Kumar Birla	30000	0.10	-	30000	0.10	-	-
13.	JeewanJyoti Medical Society	138550	0.47	-	138550	0.47	-	-
14.	Duke Commerce Limited	301761	1.02	-	301761	1.02	-	-
15.	Ricon Commerce Ltd.	8100	0.03	-	8100	0.03	-	-
	TOTAL	16143659	54.83	4.07	16143659	54.83	4.07	0

iii) **Change in Promoters' Shareholding : NIL**

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

Sl. No.	Shareholder's Name	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	LIFE INSURANCE CORPORATION OF INDIA	1350526	4.59	1350526	4.59
	Transfer 2/08/2019	(1050)	0000	1349476	4.58
	AT THE END OF THE YEAR			1349476	4.58
2.	RELIANCE CAPITAL TRUSTEE CO LTD- A/C NIPPON INDIA VALUE FUND	1190761	4.04	1190761	4.04
	Transfer 10/01/2020	(26402)	(0.09)	1164359	3.95
	Transfer17/01/2020	(207602)	(0.71)	956757	3.25
	AT THE END OF THE YEAR			956757	3.25
3	SIL INVESTMENTS LIMITED	1227230	4.17	1227230	4.17
	Transfer30/08/2019	(84273)	(0.29)	1142957	3.88
	Transfer6/09/2019	(40500)	(0.14)	1102457	3.74
	Transfer 13/09/2019	(89977)	(0.31)	1012480	3.44
	Transfer 20/09/2019	(54000)	(0.81)	958480	3.26
	Transfer 27/09/2019	(80059)	(0.27)	878421	2.98
	Transfer30/09/2019	(25000)	(0.08)	853421	2.90
	Transfer04/10/2019	(10000)	(0.03)	843421	2.86
	Transfer25/10/2019	(802)	0.00	842619	2.86
	Transfer01/11/2019	(54897)	(0.19)	787722	2.68
	Transfer8/11/2019	(20402)	(0.07)	767320	2.6063
	AT THE END OF THE YEAR			767320	2.6063
4	THE NEW INDIA ASSURANCE COMPANY LIMITED	446010	1.5149	446010	1.5149
	Transfer 22/11/2019	(21000)	(0.07)	425010	1.4436
	AT THE END OF THE YEAR			425010	1.4436
5	GENERAL INSURANCE CORPORATION OF INDIA	405944	1.3789	405944	1.3789
	AT THE END OF THE YEAR			405944	1.3789

6	CHOWDRY ASSOCIATES	153439	0.52	153439	0.52
	Transfer31/05/2019	10000	0.03	163439	0.56
	Transfer02/08/2019	27500	0.09	190939	0.65
	Transfer30/08/2019	54020	0.18	244959	0.83
	Transfer13/09/2019	10000	0.03	254959	0.87
	Transfer01/11/2019	15092	0.05	270051	0.92
	Transfer20/12/2019	5000	0.02	275051	0.93
	Transfer17/01/2020	27500	0.09	302551	1.03
	Transfer24/01/2020	16799	0.06	319350	1.08
	Transfer31/01/2020	30000	0.10	349350	1.19
	Transfer07/02/2020	2500	0.01	351850	1.20
	Transfer21/02/2020	5000	0.02	356850	1.21
	Transfer06/03/2020	18181	0.06	375031	1.27
	Transfer13/03/2020	16002	0.05	391033	1.33
	AT THE END OF THE YEAR			391033	1.33
7	GYMKHANA PARTNERS L.P.	216800	0.74	216800	0.74
	Transfer 30/08/2019	22688	0.08	239488	0.81
	Transfer 06/09/2019	43968	0.15	283456	0.96
	Transfer13/09/2019	24466	0.08	307922	1.046
	Transfer27/09/2019	28478	0.10	336400	1.14
	Transfer04/10/2019	60059	0.20	396459	1.35
	Transfer11/10/2019	41	0.00	396500	1.35
	Transfer27/12/2019	(41689)	(0.14)	354811	1.21
	AT THE END OF THE YEAR			354811	1.21
8	EARTHSTONE HOLDING (TWO) PRIVATE LIMITED	198225	0.6733	198225	0.6733
	AT THE END OF THE YEAR			198225	0.6733
9	VIC ENTERPRISES PRIVATE	124153	0.42	124153	0.42
	Transfer 12/07/2019	19451	0.07	143604	0.49
	Transfer19/07/2019	4500	0.02	148104	0.50
	Transfer03/01/2020	5953	0.02	154057	0.52
	Transfer17/01/2020	37500	0.13	191557	0.65
	Transfer31/01/2020	3500	0.01	195057	0.66
	Transfer06/03/2020	47	0.00	195104	0.66
	AT THE END OF THE YEAR			195104	0.66
10	MILKY INVESTMENT AND	119732	0.4067	119732	0.41
	Transfer 20/12/2019	5000	0.02	124732	0.42
	Transfer06/03/2020	1	0.00	124733	0.42
	AT THE END OF THE YEAR			124733	0.42

11	PILANI INVESTMENT AND INDUSTRIES CORPORATION LTD.	434000	1.4742	434000	1.4742
	Transfer 10/01/2020	(87000)	(0.30)	347000	1.1786
	Transfer 17/01/2020	(347000)	(1.18)	0	0.0000
	AT THE END OF THE YEAR			0	0.0000

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

Sl. No.	Shareholder's Name	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	Saroj Kumar Poddar (individual capacity)	272989	0.93	272989	0.93
2	Saroj Kumar Poddar(HUF)	10457	0.04	10457	0.04
3	Saroj Kumar Poddar(as a Trustee to Saroj and Jyoti Poddar Holdings Private Trust)	1200000	4.08	1200000	4.08
4	Jyotsna Poddar	71621	0.24	71621	0.24
5	Marco Wadia	2811	0.01	3608	0.01
6	Sachin Patil	100	0.00	100	0.00

V. INDEBTEDNESS

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	(Rs. In lacs)
				Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	8500.00	3,500.00	1.26	12001.26
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total(i+ii+iii)	8500.00	3,500.00	1.26	12001.26
Change in Indebtedness during the financial year				
* Addition				

- Principal	40,997.38	3,000.00	-	43,997.38
- Interest	2884.39	285.99	-	3,170.38
* Reduction				
- Principal	5,822.39	3,900.00	-	9,722.39
- Interest	2,420.06	243.88	-	2,663.94
Net Change				
Indebtedness at the end of the financial year				
i) Principal Amount	43,674.99	2,600.00	1.26	46,276.25
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	464.33	42.11	-	506.44
Total (i+ii+iii)	44,139.32	2,642.11	1.26	46,782.69

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

(Rs. in lacs)

Sl. No.	Particulars of Remuneration	Managing Director*	Managing Director**	Whole-time Director	Total Amount
		Mr. N S Krishnan	Mr. R. S Raghavan	Ms. Jyotsna Poddar	
1.	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	108.63	-	63.60	172.23
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	1.68	-	-	1.68
	(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, specify...	-	-	-	

5.	Others, please specify (Contribution to Provident Fund, Superannuation Fund and Gratuity Premium under Group Gratuity Policy)	34.59	-	4.75	39.34
	Variable pay	-	-	-	-
6.	Total(A)	144.91	-	68.35	213.25
	Ceiling as per the Act		10% of the Net Profit		

*Ceased to be Managing Director w.e.f 14th February, 2020

** W.e.f 14th February, 2020

B. Remuneration to other Directors:

(Rs. in lacs)

Sr. No	Particulars of Remuneration	Name of Directors			Total Amount
1	Independent Directors	Mr. Marco Wadia	Mr. K.K.Gupta*	Mr. J.N.Godbole**	(Rs.)
	Fee for attending board committee meetings	5.85	1.85	2.05	9.75
	Commission	-	-	-	-
	Others, please specify	-	-	-	-
	Total (1)	5.85	1.85	2.05	9.75
		Mr. Dipankar Chatterji#	Mr. Vijay Paranjape%	Ms. Manju Gupta^	(Rs.)
	Fee for attending board committee meetings	2.60	1.05	-	3.65
	Commission	-	-	-	-
	Others, please specify	-	-	-	-
	Total (1)	2.60	1.05	-	3.65
2.	Other Non-Executive Directors	Mr. Saroj Kumar Poddar			Total
	Fee for attending board committee meetings	3.75			3.75
	Commission	-			-
	Others, please specify	-			-
	Total (2)	3.75			3.75
	Total (B)=(1+2)				17.15
	Total Managerial				213.25

Remuneration				
Overall Ceiling as per the Act	10% of the Net Profit			

*Upto30th July, 2019

**Upto29th September, 2019

#w.e.f 24th October, 2019

%w.e.f 27th December, 2019

^w.e.f 28th March, 2020

C. Remuneration to Key managerial personnel other than MD/ Manager / WTD
(Rs. In Lacs)

Sl. no.	Particulars of Remuneration	Key Managerial Personnel		
		Company Secretary	CFO	Total
		Mr. Sachin Patil	Mr. Vijay Kathuria	
1.	Gross salary (a)Salary as per provisions contained in section17(1)of the Income-tax Act,1961 (b)Value of perquisites u/s 17(2)Income-tax Act,1961 (c)Profits in lieu of salary under section17(3)Income-tax Act,1961	8.47 0.62	60.40	68.87 0.62
2.	Stock Option	-	-	-
3.	Sweat Equity	-	-	-
4.	Commission - as% of profit - others, specify...	-	-	-
5.	Others, please specify	0.41	5.85	6.26
6.	Total	9.50	66.25	75.75

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	
Punishment	None
Compounding	
C. Other Officers in Default	
Penalty	
Punishment	None
Compounding	

For and on behalf of the Board

R.S. Raghavan
Managing Director
DIN: 00362555

Dipankar Chatterjee
Director
DIN: 00031256

Place : Gurugram
Date : 14th August, 2020