

ANNEXURE-D TO THE DIRECTOR'S REPORT

FORM NO. MGT 9

EXTRACT OF ANNUAL RETURN

AS ON THE FINANCIAL YEAR ENDED ON 31.03.2017

[Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management & Administration) Rules, 2014]

I. REGISTRATION & OTHER DETAILS

| | | |
|----|---|--|
| 1. | CIN | L51494PB2008PLC032059 |
| 2. | Registration Date | 01.07.2008 |
| 3. | Name of the Company | Monte Carlo Fashions Limited |
| 4. | Category/Sub-category of the Company | Company Limited by shares/ Indian Non-government Company |
| 5. | Address of the Registered office & contact details | B-XXIX-106, G. T. Road, Sherpur, Ludhiana-141003 Tel-0161-5048610-20-30-40 Fax-0161-5048650 E-mail: investor@montecarlocorporate.com |
| 6. | Whether listed company | Yes |
| 7. | Name, Address & contact details of the Registrar & Transfer Agent, if any. | Link Intime India Private Limited DELHI OFFICE: 44, Community Centre, 2nd Floor, Naraina Industrial Area, Phase-1, Near PVR Naraina, New Delhi-110028 Email: delhi@linkintime.co.in Tel: 011-41410592 Fax: 011-41410591 |

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)

| Sr. No. | Name and Description of main products / services | NIC Code of the Product/service | % to total turnover of the company |
|---------|---|---------------------------------|------------------------------------|
| 1. | Manufacturing of all types of Textile garments & clothing accessories | 14101 | 82.29 % (₹485.32 Crores) |

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES: NOT APPLICABLE

| Sr. No. | Name and address of the company | CIN/ GLN | Holding/ Subsidiary/ Associate | % of shares held | Applicable Section |
|---------|---------------------------------|----------|--------------------------------|------------------|--------------------|
| 1. | - | - | - | - | - |
| 2. | - | - | - | - | - |

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)
i) Category-wise Share Holding

| Category of Shareholders | No. of Shares held at the beginning of the year (as at 1 st April, 2016) | | | | No. of Shares held at the end of the year (as at 31 st March, 2017) | | | | % Change during the year |
|--------------------------|---|----------|--------|-------------------|--|----------|--------|-------------------|--------------------------|
| | Demat | Physical | Total | % of Total Shares | Demat | Physical | Total | % of Total Shares | |
| A. Promoters | | | | | | | | | |
| (1) Indian | | | | | | | | | |
| a) Individual/ HUF | 328622 | 0 | 328622 | 1.51 | 328622 | 0 | 328622 | 1.51 | 0 |
| b) Central Govt | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0 |

| Category of Shareholders | No. of Shares held at the beginning of the year (as at 1 st April, 2016) | | | | No. of Shares held at the end of the year (as at 31 st March, 2017) | | | | % Change during the year |
|---|---|----------|-----------------|-------------------|--|----------|-----------------|-------------------|--------------------------|
| | Demat | Physical | Total | % of Total Shares | Demat | Physical | Total | % of Total Shares | |
| c) State Govt(s) | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0 |
| d) Bodies Corp. | 13054391 | 0 | 13054391 | 60.07 | 13142883 | 0 | 13142883 | 60.48 | 0.41 |
| e) Banks / FI | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0 |
| f) Any other (Relative of Promoters) | 580083 | 0 | 580083 | 2.67 | 580083 | 0 | 580083 | 2.67 | 0 |
| Sub-total(A)(1) | 13963096 | 0 | 13963096 | 64.25 | 14051588 | 0 | 14051588 | 64.66 | 0.41 |
| (2) Foreign | | | | | | | | | |
| a) NRIs-Individuals | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| b) Other Individuals | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| c) Bodies Corporate | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| d) Banks/ FI | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| e) Any other | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Sub-total(A)(2) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Total shareholding of Promoter (A)=(A)(1)+(A)(2) | 13963096 | 0 | 13963096 | 64.25 | 14051588 | 0 | 14051588 | 64.66 | 0.41 |
| B. Public Shareholding | | | | | | | | | |
| 1. Institutions | | | | | | | | | |
| a) Mutual Funds | 914028 | 0 | 914028 | 4.21 | 807896 | 0 | 807896 | 3.72 | (0.49) |
| b) Banks / FI | 5574 | 0 | 5574 | 0.03 | 6961 | 0 | 6961 | 0.03 | 0 |
| c) Central Govt | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| d) State Govt(s) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| e) Venture Capital Funds | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| f) Insurance Companies | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| g) FIs | 445623 | 0 | 445623 | 2.05 | 0 | 0 | 0 | 0 | (2.05) |
| h) Foreign Venture Capital Funds | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| i) Others (specify) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Sub-total (B)(1):- | 1365225 | 0 | 1365225 | 6.28 | 814857 | 0 | 814857 | 3.75 | (2.53) |
| 2. Non-Institutions | | | | | | | | | |
| a) Bodies Corp. | | | | | | | | | |
| i) Indian | 1164080 | 5250 | 1169330 | 5.38 | 1162757 | 5250 | 1168007 | 5.37 | (0.01) |
| ii) Overseas | 2376570 | 0 | 2376570 | 10.94 | 2376570 | 0 | 2376570 | 10.94 | 0 |
| b) Individual | | | | | | | | | |
| i) Individual shareholders holding nominal share capital up to ₹ 1 lakh | 1756025 | 16016 | 1772041 | 8.15 | 1847232 | 12991 | 1860223 | 8.56 | 0.41 |

| Category of Shareholders | No. of Shares held at the beginning of the year (as at 1 st April, 2016) | | | | No. of Shares held at the end of the year (as at 31 st March, 2017) | | | | % Change during the year |
|---|---|--------------|-----------------|-------------------|--|--------------|-----------------|-------------------|--------------------------|
| | Demat | Physical | Total | % of Total Shares | Demat | Physical | Total | % of Total Shares | |
| ii) Individual shareholders holding nominal share capital in excess of ₹ 1 lakh | 91500 | 16562 | 108062 | 0.50 | 148076 | 16562 | 164638 | 0.76 | 0.26 |
| c) Others (specify) | | | | | | | | | |
| Hindu Undivided Family | 120260 | 0 | 120260 | 0.55 | 114509 | 0 | 114509 | 0.53 | (0.02) |
| Non Resident Indians | 53511 | 0 | 53511 | 0.25 | 69019 | 0 | 69019 | 0.32 | 0.07 |
| Qualified Foreign Investor (Foreign Portfolio Investor-Corporate) | 562253 | 0 | 562253 | 2.59 | 852597 | 0 | 852597 | 3.92 | 1.33 |
| Clearing Members | 40167 | 0 | 40167 | 0.18 | 58507 | 0 | 58507 | 0.27 | 0.09 |
| Trusts | 201549 | 0 | 201549 | 0.93 | 201549 | 0 | 201549 | 0.93 | 0 |
| Sub-total (B)(2):- | 6365915 | 37828 | 6403743 | 29.47 | 6830816 | 34803 | 6865619 | 31.59 | 2.12 |
| Total Public Shareholding (B)=(B)(1)+ (B)(2) | 7731140 | 37828 | 7768968 | 35.75 | 7645673 | 34803 | 7680476 | 35.34 | (0.41) |
| C. Shares held by Custodian for GDRs & ADRs | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Grand Total (A+B+C) | 21694236 | 37828 | 21732064 | 100 | 21697261 | 34803 | 21732064 | 100 | 0 |

ii) Shareholding of Promoter-

| Sr. No. | Shareholder's Name | Shareholding at the beginning of the year (as at 1 st April, 2016) | | | Shareholding at the end of the year (as at 31 st March, 2017) | | | % 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. | Sidhant and Mannat Company Limited | 5229714 | 24.06 | 0 | 5229714 | 24.06 | 0 | 0.00 |
| 2. | Simran And Shanaya Company Limited | 4404000 | 20.26 | 0 | 4404000 | 20.26 | 0 | 0.00 |
| 3. | Nahar Capital & Financial Services Limited | 1651215 | 7.60 | 0 | 1651215 | 7.60 | 0 | 0.00 |
| 4. | Nagdevi Trading & Investment Company Limited | 1185150 | 5.45 | 0 | 1185150 | 5.45 | 0 | 0.00 |
| 5. | Vanaik Investors Limited | 409273 | 1.88 | 0 | 409273 | 1.88 | 0 | 0.00 |
| 6. | Tanvi Oswal | 175000 | 0.81 | 0 | 175000 | 0.81 | 0 | 0.00 |

| Sr. No. | Shareholder's Name | Shareholding at the beginning of the year (as at 1 st April, 2016) | | | Shareholding at the end of the year (as at 31 st March, 2017) | | | % 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 | |
| 7. | Kamal Oswal | 109112 | 0.50 | 0 | 109112 | 0.50 | 0 | 0.00 |
| 8. | Jawahar Lal Oswal | 108787 | 0.50 | 0 | 108787 | 0.50 | 0 | 0.00 |
| 9. | Dinesh Oswal | 108623 | 0.50 | 0 | 108623 | 0.50 | 0 | 0.00 |
| 10. | Abhilash Oswal | 107583 | 0.50 | 0 | 107583 | 0.50 | 0 | 0.00 |
| 11. | Sambhav Oswal | 87500 | 0.40 | 0 | 87500 | 0.40 | 0 | 0.00 |
| 12. | Abhinav Oswal | 70000 | 0.32 | 0 | 70000 | 0.32 | 0 | 0.00 |
| 13. | Rishabh Oswal | 70000 | 0.32 | 0 | 70000 | 0.32 | 0 | 0.00 |
| 14. | Atam Vallabh Financiers Limited | 67106 | 0.31 | 0 | 67106 | 0.31 | 0 | 0.00 |
| 15. | Oswal Woollen Mills Limited | 58173 | 0.27 | 0 | 58173 | 0.27 | 0 | 0.00 |
| 16. | Manisha Oswal | 52500 | 0.24 | 0 | 52500 | 0.24 | 0 | 0.00 |
| 17. | Vardhman Investments Limited | 49718 | 0.23 | 0 | 49718 | 0.23 | 0 | 0.00 |
| 18. | Ritu Oswal | 17500 | 0.08 | 0 | 17500 | 0.08 | 0 | 0.00 |
| 19. | Monica Oswal | 1050 | 0.00 | 0 | 1050 | 0.00 | 0 | 0.00 |
| 20. | Ruchika Oswal | 1050 | 0.00 | 0 | 1050 | 0.00 | 0 | 0.00 |
| 21. | Neha Credit & Investment Private Limited | 42 | 0.00 | 0 | 42 | 0.00 | 0 | 0.00 |
| 22. | Vanaik Spinning Mills Limited | 0 | 0 | 0 | 88492 | 0.41 | 0 | 0.41 |
| | Total | 13963096 | 64.25 | 0 | 14051588 | 64.66 | 0 | 0.41 |

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

| Sr. No. | Particulars | Shareholding | | Cumulative Shareholding | |
|---------|---|---------------------------|----------------------------------|-------------------------|----------------------------------|
| | | No. of shares | % of total shares of the company | No. of shares | % of total shares of the company |
| 1. | Vanaik Spinning Mills Limited | | | | |
| | At the beginning of the year | 0 | 0 | | |
| | Date wise Increase/Decrease in promoters shareholding during the year | | | | |
| | Date | Increase/ Decrease | Reason | | |
| | 19.12.2016 | Increase | Purchase | 17455 | 0.08 |
| | 21.12.2016 | Increase | Purchase | 6962 | 0.03 |
| | 22.12.2016 | Increase | Purchase | 10835 | 0.05 |
| | 23.12.2016 | Increase | Purchase | 5141 | 0.02 |
| | 26.12.2016 | Increase | Purchase | 6804 | 0.03 |
| | 27.12.2016 | Increase | Purchase | 9119 | 0.04 |
| | 28.12.2016 | Increase | Purchase | 14325 | 0.07 |
| | 29.12.2016 | Increase | Purchase | 6090 | 0.03 |

| Sr. No. | Particulars | | | Shareholding | | Cumulative Shareholding | |
|---------|------------------------|----------|----------|---------------|----------------------------------|-------------------------|----------------------------------|
| | | | | No. of shares | % of total shares of the company | No. of shares | % of total shares of the company |
| | 30.12.2016 | Increase | Purchase | 2027 | 0.01 | 78758 | 0.36 |
| | 02.01.2017 | Increase | Purchase | 2505 | 0.01 | 81263 | 0.37 |
| | 03.01.2017 | Increase | Purchase | 3732 | 0.02 | 84995 | 0.39 |
| | 04.01.2017 | Increase | Purchase | 1569 | 0.01 | 86564 | 0.40 |
| | 05.01.2017 | Increase | Purchase | 1928 | 0.01 | 88492 | 0.41 |
| | At the end of the year | | | | | 88492 | 0.41 |

* Apart from the information provided, there was no change in the promoter shareholding of the Company.

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

| S. No. | For Each of the Top 10 Shareholders | | | Shareholding | | Cumulative Shareholding | |
|-----------|---|---------------------------|---------------|---------------------------|----------------------------------|-------------------------|----------------------------------|
| | | | | No. of shares | % of total shares of the company | No. of shares | % of total shares of the company |
| 1. | Kanchi Investments Limited | | | | | | |
| | At the beginning of the year | | | 2376570 | 10.94 | 2376570 | 10.94 |
| | Date wise Increase/Decrease in shareholding during the year | | | No change during the year | | | |
| | At the end of the year | | | | | 2376570 | 10.94 |
| 2. | Goldman Sachs India Limited | | | | | | |
| | At the beginning of the year | | | 509456 | 2.34 | 509456 | 2.34 |
| | Date wise Increase/Decrease in shareholding during the year | | | | | | |
| | Date | Increase/ Decrease | Reason | | | | |
| | 30.09.2016 | Increase | Purchase | 282003 | 1.30 | 791459 | 3.64 |
| | At the end of the year | | | | | 791459 | 3.64 |
| 3. | ICICI Prudential Life Insurance Company Limited | | | | | | |
| | At the beginning of the year | | | 421875 | 1.94 | 421875 | 1.94 |
| | Date wise Increase/Decrease in shareholding during the year | | | | | | |
| | Date | Increase/ Decrease | Reason | | | | |
| | 08.04.2016 | Decrease | Sale | (2795) | (0.01) | 419080 | 1.93 |
| | 15.04.2016 | Decrease | Sale | (327112) | (1.51) | 91968 | 0.42 |
| | 22.04.2016 | Increase | Purchase | 327112 | 1.51 | 419080 | 1.93 |
| | 10.06.2016 | Increase | Purchase | 69400 | 0.32 | 488480 | 2.25 |
| | 24.06.2016 | Increase | Purchase | 4500 | 0.02 | 492980 | 2.27 |
| | 30.06.2016 | Increase | Purchase | 3015 | 0.01 | 495995 | 2.28 |
| | 15.07.2016 | Increase | Purchase | 680 | 0.00 | 496675 | 2.29 |
| | 22.07.2016 | Decrease | Sale | (10900) | (0.05) | 485775 | 2.24 |
| | 29.07.2016 | Decrease | Sale | (40618) | (0.19) | 445157 | 2.05 |
| | 05.08.2016 | Decrease | Sale | (25731) | (0.12) | 419426 | 1.93 |
| | 12.08.2016 | Decrease | Sale | (5050) | (0.02) | 414376 | 1.91 |
| | 19.08.2016 | Decrease | Sale | (2330) | (0.01) | 412046 | 1.90 |
| | 26.08.2016 | Decrease | Sale | (330) | (0.00) | 411716 | 1.89 |
| | 16.09.2016 | Decrease | Sale | (640) | (0.00) | 411076 | 1.89 |
| | 23.09.2016 | Increase | Purchase | 640 | 0.00 | 411716 | 1.89 |
| | 28.10.2016 | Decrease | Sale | (7669) | (0.04) | 404047 | 1.86 |
| | At the end of the year | | | | | 404047 | 1.86 |

| | | | | | | | |
|------------|---|---------------------------|---------------|---------------------------|--------|--------|------|
| 4. | Aditya Birla Private Equity Trust, A/c - Aditya Birla Pvt Equity Fund-I | | | | | | |
| | At the beginning of the year | | | 341159 | 1.57 | 341159 | 1.57 |
| | Date wise Increase/Decrease in shareholding during the year | | | No change during the year | | | |
| | At the end of the year | | | | | 341159 | 1.57 |
| 5. | Birla Sun Life Trustee Company Private Limited, A/C Birla Sun Life Midcap Fund | | | | | | |
| | At the beginning of the year | | | 329105 | 1.51 | 329105 | 1.51 |
| | Date wise Increase/Decrease in shareholding during the year | | | No change during the year | | | |
| | Date | Increase/ Decrease | Reason | | | | |
| | 03.06.2016 | Decrease | Sale | (37969) | (0.17) | 291136 | 1.34 |
| | At the end of the year | | | | | 291136 | 1.34 |
| 6. | Aditya Birla Private Equity Trust Aditya Birla Pvt. Equity Sunrise Fund | | | | | | |
| | At the beginning of the year | | | 201549 | 0.93 | 201549 | 0.93 |
| | Date wise Increase/Decrease in shareholding during the year | | | No change during the year | | | |
| | At the end of the year | | | | | 201549 | 0.93 |
| 7. | Birla Sun Life Trustee Company Private Limited, A/C India Excel (Offshore) Fund | | | | | | |
| | At the beginning of the year | | | 151234 | 0.70 | 151234 | 0.70 |
| | Date wise Increase/Decrease in shareholding during the year | | | No change during the year | | | |
| | At the end of the year | | | | | 151234 | 0.70 |
| 8. | Birla Sun Life Trustee Company Private Limited, A/C India Advantage (Offshore) Fund | | | | | | |
| | At the beginning of the year | | | 127818 | 0.59 | 127818 | 0.59 |
| | Date wise Increase/Decrease in shareholding during the year | | | No change during the year | | | |
| | At the end of the year | | | | | 127818 | 0.59 |
| 9. | Birla Sun Life Trustee Company Private Limited, A/C Birla Sun Life Small And Midcap Fund | | | | | | |
| | At the beginning of the year | | | 62031 | 0.29 | 62031 | 0.29 |
| | Date wise Increase/Decrease in shareholding during the year | | | No change during the year | | | |
| | Date | Increase/ Decrease | Reason | | | | |
| | 03.06.2016 | Increase | Purchase | 37969 | 0.17 | 100000 | 0.46 |
| | At the end of the year | | | | | 100000 | 0.46 |
| 10. | Birla Sun Life Trustee Company Private Limited, A/C Birla Sun Life Pure Value Fund | | | | | | |
| | At the beginning of the year | | | 83000 | 0.38 | 83000 | 0.38 |
| | Date wise Increase/Decrease in shareholding during the year | | | No change during the year | | | |
| | Date | Increase/ Decrease | Reason | | | | |
| | 27.01.2017 | Decrease | Sale | (200) | 0.00 | 82800 | 0.38 |
| | At the end of the year | | | | | 82800 | 0.38 |
| 11. | DB International (ASIA) Ltd. | | | | | | |
| | At the beginning of the year | | | 282003 | 1.30 | 282003 | 1.30 |
| | Date wise Increase/Decrease in shareholding during the year | | | No change during the year | | | |
| | Date | Increase/ Decrease | Reason | | | | |
| | 30.09.2016 | Decrease | Sale | (282003) | (1.30) | | |
| | At the end of the year | | | 0 | 0 | 0 | 0 |

* The above information is based on the weekly beneficiary position received from the depositories.

v) Shareholding of Directors and Key Managerial Personnel

| Sr. No. | Shareholding of each Directors and each Key Managerial Personnel | Shareholding | | Cumulative Shareholding | |
|-----------|--|---------------------------|----------------------------------|-------------------------|----------------------------------|
| | | No. of shares | % of total shares of the company | No. of shares | % of total shares of the company |
| 1. | Sh. Jawahar Lal Oswal | | | | |
| | At the beginning of the year | 108787 | 0.50 | 108787 | 0.50 |
| | Date wise Increase/Decrease in shareholding during the year | No change during the year | | | |
| | At the end of the year | | | 108787 | 0.50 |
| 2. | Smt. Ruchika Oswal | | | | |
| | At the beginning of the year | 1050 | 0.00 | 1050 | 0.00 |
| | Date wise Increase/Decrease in shareholding during the year | No change during the year | | | |
| | At the end of the year | | | 1050 | 0.00 |
| 3. | Smt. Monica Oswal | | | | |
| | At the beginning of the year | 1050 | 0.00 | 1050 | 0.00 |
| | Date wise Increase/Decrease in shareholding during the year | No change during the year | | | |
| | At the end of the year | | | 1050 | 0.00 |
| 4. | Sh. Dinesh Gogna | | | | |
| | At the beginning of the year | 0 | 0.00 | 0 | 0.00 |
| | Date wise Increase/Decrease in shareholding during the year | | | | |
| | Date | Increase/ Decrease | Reason | | |
| | 13.02. 2017 | increase | Purchase | 300 | 0.00 |
| | 14.02.2017 | increase | Purchase | 200 | 0.00 |
| | 20.02.2017 | increase | Purchase | 500 | 0.00 |
| | At the end of the year | | | 1000 | 0.00 |

* Rest of Directors and Key Managerial Personnel do not hold any share of the company.

V) INDEBTEDNESS - Indebtedness of the Company including interest outstanding/accrued but not due for payment.

| | Secured Loans excluding deposits | Unsecured Loans | Deposits | Total Indebtedness (₹) |
|--|----------------------------------|-----------------|----------|------------------------|
| Indebtedness at the beginning of the financial year | | | | |
| i) Principal Amount | 984,873,395 | - | - | 984,873,395 |
| ii) Interest due but not paid | 13,388,048 | - | - | 13,388,048 |
| iii) Interest accrued but not due | - | - | - | - |
| Total (i+ii+iii) | 998,261,443 | - | - | 998,261,443 |
| Change in Indebtedness during the financial year | | | | |
| * Addition | - | - | - | - |
| * Reduction | 330,575,643 | - | - | 330,575,643 |
| Net Change | | | | |
| Indebtedness at the end of the financial year | | | | |
| i) Principal Amount | 654,297,752 | - | - | 654,297,752 |
| ii) Interest due but not paid | 1,130,057 | - | - | 1,130,057 |
| iii) Interest accrued but not due | - | - | - | - |
| Total (i+ii+iii) | 655,427,809 | - | - | 655,427,809 |

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**A) Remuneration to Managing Director, Whole-time Directors and/or Manager:**

| Sr. No. | Particulars of Remuneration | Name of MD/WTD/ Manager | | | | Total Amount (₹) |
|---------|---|--|----------------------|--------------------|-------------------|-------------------|
| | | Chairman & Managing Director | Whole Time Directors | | | |
| | | Sh. Jawahar Lal Oswal* | Sh. Sandeep Jain | Smt. Ruchika Oswal | Smt. Monica Oswal | |
| 1 | Gross salary | | | | | |
| | (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 | - | 15,665,598 | 8,405,842 | 8,443,815 | 32,515,255 |
| | (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 | - | 20,626 | - | - | 20,626 |
| | (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 | - | - | - | - | - |
| | Total (A) | - | 15,686,224 | 8,405,842 | 8,443,815 | 32,535,881 |
| | Ceiling as per the Act | 10% of the Net Profits of the Company i.e. ₹ 622.37 Lacs | | | | |

* During the year, no remuneration was paid to Sh. Jawahar Lal Oswal.

B) Remuneration to other directors:

| Sr. No. | Particulars of Remuneration | Name of Directors | | | | | | | Total Amount (₹) |
|---------|--|--|----------------------------|------------------------|-----------------------|----------------------|--------------------|----------------------|-------------------|
| | | Sh. Suresh Kumar Singla | Sh. Sailen Kumar Chaudhuri | Sh. Yash Paul Sachdeva | Sh. Ajit Singh Chatha | Dr. Amrik Singh Sohi | Smt. Manisha Gupta | Sh. Alok Kumar Misra | |
| 1 | Independent Directors | | | | | | | | |
| | Fee for attending board committee meetings | 40,000 | 20,000 | 30,000 | 30,000 | 20,000 | 30,000 | 30,000 | 2,00,000 |
| | Commission | - | - | - | - | - | - | - | - |
| | Others, please specify | - | - | - | - | - | - | - | - |
| | Total (1) | 40,000 | 20,000 | 30,000 | 30,000 | 20,000 | 30,000 | 30,000 | 2,00,000 |
| 2 | Other Non-Executive Directors | | | | | | | | |
| | Fee for attending board committee meetings | 40,000 | - | - | - | - | - | - | 40,000 |
| | Commission | - | - | - | - | - | - | - | - |
| | Others, please specify | - | - | - | - | - | - | - | - |
| | Total (2) | 40,000 | - | - | - | - | - | - | 40,000 |
| | Total (B)=(1+2) | 80,000 | 20,000 | 30,000 | 30,000 | 20,000 | 30,000 | 30,000 | 240,000 |
| | Total Managerial Remuneration (excluding sitting fee) | | | | | | | | 32,775,881 |
| | Overall Ceiling as per the Act | 11% of the Net Profits of the Company i.e. ₹ 684.61 Lacs | | | | | | | |

*During the year no sitting fees was paid to Sh. Paurush Roy.

C) Remuneration to Key Managerial Personnel Other Than MD/MANAGER/WTD:

| Sr. No. | Particulars of Remuneration | Key Managerial Personnel | | |
|---------|---|--------------------------|-------------------------|------------------|
| | | Company Secretary | Chief Financial Officer | Total (₹) |
| 1 | Gross salary | Sh. Sahil Jain | Sh. Raman Kumar | |
| | (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 | 734,217 | 1,796,147 | 2,530,364 |
| | (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, specify... | - | - | - |
| 5 | Others, please specify | - | - | - |
| | Total | 734,217 | 1,796,147 | 2,530,364 |

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES: NIL

| 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 | | | | | |
| Punishment | | | | | |
| Compounding | | | | | |
| B. Directors | | | | | |
| Penalty | | | | | |
| Punishment | | | | | |
| Compounding | | | | | |
| C. Other officers in default | | | | | |
| Penalty | | | | | |
| Punishment | | | | | |
| Compounding | | | | | |

For and on Behalf of Board of Directors

Place : Ludhiana
Date : 18.08.2017Jawahar Lal Oswal
Chairman & Managing Director
(DIN: 00463866)