

**MGT-9  
EXTRACTS OF ANNUAL RETURN  
For the year ended March 31, 2017**

**Annexure 3**

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

**I REGISTRATION & OTHER DETAILS:**

i)	CIN	<b>L21091MH1970PLC014865</b>
ii)	Registration Date	November 3, 1970
iii)	Name of Company	<b>Ventura Textiles Limited</b>
iv)	Category of the Company	Public Company / Limited by Shares
v)	Address of the Registered office and contact details	Unit No. 121, Midas Sahar Plaza, J.B. Nagar, Andheri Kurla Road, Andheri (E), Mumbai - 400 059. Tel.: 022-28214425 / 39
vi)	Whether listed company	Yes
vii)	Name and Address of Registrar & Transfer Agents ( RTA ):-	Link Intime India Private Limited, C-101, 1 <sup>st</sup> Floor, 247 Park, LBS Marg, Vikhroli (West), Mumbai - 400 083 Contact Person : Manohar Shirwadkar Tel. No. 022 49186000 e-mail : mumbai@linkintime.co.in

**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:-

Sl. No.	Name and Description of main products/ services	NIC Code of the Product/ service	% of total turnover of the company
1	Preparation and Spinning of Textile Fabrics	1311	Nil
2	Weaving of Textiles	1312	100
3	Manufacture of Made-up Textile article, except apparel	1392	Nil

**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
<b>Nil</b>					

**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				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>A. Promoter</b>									
<b>1) Indian</b>									
a) Individual/ HUF									
b) Central Govt	0	0	0	0.00	0	0	0	0.00	-
c) State Govt(s)	0	0	0	0.00	0	0	0	0.00	-
d) Bodies Corp.	12103773	0	12103773	73.5645	12103773	0	12103773	65.59	-7.9745
e) Banks / FI	0	0	0	0.00	0	0	0	0.00	-
f) Any Other									
i. Directors Relatives	0	0	0	0.00	0	0	0	0.00	-
ii. Group Companies	0	0	0	0.00	0	0	0	0.00	-
iii. Trusts	0	0	0	0	0	0	0	0	-
<b>SUB TOTAL(A)(1)</b>	<b>12103773</b>	<b>0</b>	<b>12103773</b>	<b>73.5645</b>	<b>12103773</b>	<b>0</b>	<b>12103773</b>	<b>65.59</b>	<b>-7.9745</b>
<b>2) Foreign</b>									
g) NRIs-Individuals	0	0	0	0.00	0	0	0	0.00	-
h) Other-Individuals	0	0	0	0.00	0	0	0	0.00	-
i) Bodies Corp.	0	0	0	0.00	0	0	0	0.00	-
j) Banks / FI	0	0	0	0.00	0	0	0	0.00	-
k) Qualified Foreign Investor	0	0	0	0.00	0	0	0	0.00	-
k) Any Other(Specify)	0	0	0	0.00	0	0	0	0.00	-
<b>Sub-total(A)(2):-</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>-</b>
<b>Total holding for promoters(A) = (A)</b>									
<b>(1) + A(2)</b>	<b>12103773</b>	<b>0</b>	<b>12103773</b>	<b>73.5645</b>	<b>12103773</b>	<b>0</b>	<b>12103773</b>	<b>65.59</b>	<b>-7.9745</b>
<b>Total (A) + (B)</b>	<b>12103773</b>	<b>0</b>	<b>12103773</b>	<b>73.5645</b>	<b>12103773</b>	<b>0</b>	<b>12103773</b>	<b>65.59</b>	<b>-7.9745</b>
<b>B. Public Shareholding</b>									
<b>1. Institutions</b>									
a) Mutual Funds/UTI	0	43	43	0.00	0	43	43	0.00	0.00
b) Banks / FI	41381	0	41381	0.2517	1018472	0	1018472	5.52	5.2683
c) Central Govt	0	0	0	0.00	0	0	0	0.00	0.00
d) State Govt(s)	0	0	0	0.00	0	0	0	0.00	0.00
e) Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
f) Insurance Companies	0	0	0	0.00	0	0	0	0.00	0.00
g) FIs	0	0	0	0.00	0	0	0	0.00	0.00
h) Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
i) Others (specify)	1367601	128853	1496454	9.0952	-	-	-	0.00	-9.0952
<b>Sub-total (B)(1)</b>	<b>1408982</b>	<b>128896</b>	<b>1537878</b>	<b>9.3469</b>	<b>1018472</b>	<b>43</b>	<b>1018515</b>	<b>5.52</b>	<b>-3.8269</b>

# VENTURA TEXTILES LIMITED



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>2. Non Institutions</b>									
a) Bodies Corp.	0	0	0	0	362534	3853	366387	1.99	1.99
b) Individuals									
(i) Individual shareholders holding nominal share capital up to Rs. 1 Lakh	695069	24221	719290	4.3717	6,76,379	24,362	7,00,741	3.80	-0.5717
(ii) Individual shareholders holding nominal share capital in excess of Rs 1 Lakh	2000000	-	2000000	12.1556	40,20,899	-	40,20,899	21.79	9.6344
c) Qualified Foreign Investor	-	-	-	-	-	-	-	-	-
d) Any others (Specify)	-	-	-	-	-	125000	125000	0.68	0.68
i) HUF	3786	0	3786	0.0230	9493	0	9493	0.05	0.027
ii) Clearing Member	-	-	-	-	20,984	-	20,984	0.11	0.11
iii) Directors Relatives									
iv) Employee									
v) N.R.I.	75937	12625	88562	0.5383	74872	12625	87497	0.47	-0.0583
vi) Overseas Bodies Corporate	-	-	-	-	-	-	-	-	-
vii) Unclaimed Suspense Account	-	-	-	-	-	-	-	-	-
<b>Sub-total(B)(2)</b>	<b>2774792</b>	<b>36846</b>	<b>2811638</b>	<b>17.0886</b>	<b>5165161</b>	<b>165840</b>	<b>5331001</b>	<b>28.89</b>	<b>11.8014</b>
<b>Total Public Shareholding (B)=(B)(1)+ (B)(2)</b>									
<b>Total(A)+(B)</b>	<b>4183774</b>	<b>165742</b>	<b>4349516</b>	<b>26.4355</b>	<b>6183633</b>	<b>165840</b>	<b>6349516</b>	<b>34.41</b>	<b>7.975</b>
C.Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
<b>SUB TOTAL(C)(1)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Grand Total (A+B+C)</b>	<b>16287547</b>	<b>165742</b>	<b>16453289</b>	<b>100.0000</b>	<b>18287406</b>	<b>165883</b>	<b>18453289</b>	<b>100.0000</b>	<b>-</b>

## ii Shareholding of Promoters

Sl No.	Shareholder's Name	Shareholding at the beginning of the year			Share holding at the end of the year			% 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.	Penny Securities and Investments Private limited	7686858	46.7193	-	7686858	41.66	-	-5.0593
2.	Indo - Gulf Financials Limited	3285000	19.966	-	3285000	17.80	-	-2.166
3.	Ventura Texports Private Limited	1131915	6.880	-	1131915	6.13	-	-0.75
	<b>Total</b>	<b>12103773</b>	<b>73.5645</b>	<b>-</b>	<b>12103773</b>	<b>65.59</b>	<b>-</b>	<b>-7.9745</b>

**(iii) Change in Promoters' Shareholding: There is no change in the shareholding of Promoters.**

Sl. No.		Shareholding at the beginning of the year		Shareholding at the end of the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	12103773	73.5653	12103773	65.59
	At the end of the year	12103773	73.5653	12103773	65.59

**(iv) Shareholding pattern of top ten shareholders (other than directors, promoters and holders of GDRs and ADRs):**

Sl. No.	Name of Shareholders		Shareholding		Cumulative Shareholding during the year	
			No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
<b>1.</b>	<b>Rita J. Bhuta</b>					
		At the beginning of the Year	2000000	12.1556	2000000	12.1556
		Bought during the year	0	0.0000	0	0.0000
		Sold during the Year	0	0.0000	0	0.0000
		At the end of the Year	2000000	10.84	2000000	10.84
<b>2.</b>	<b>M/s. Sai Creations (Mr. Deepak Balkrishna Lokare &amp; Mrs. Savita Deepak Lokare, Partners of M/s. Sai Creations)</b>					
		At the beginning of the Year	-	-	-	-
		Bought during the year	2000000	10.84	2000000	10.84
		Sold during the Year	-	-	-	-
		At the end of the Year	2000000	10.84	2000000	10.84
<b>3.</b>	<b>J.M. Financial Asset Reconstruction Co. Private Limited</b>					
		At the beginning of the Year	9,87,325	6.0000	9,87,325	6.0000
		Bought during the year	0	0	0	0
		Sold during the Year	0	0	0	0
		At the end of the Year	9,87,325	5.35	9,87,325	5.35
<b>4.</b>	<b>Reliance Spot Exchange Infrastructure Limited</b>					
		At the beginning of the Year	321875	1.9562	321875	1.9562
		Bought during the year	0	0.00	0	0.00
		Sold during the Year	0	0.00	0	0.00
		At the end of the Year	321875	1.7443	321875	1.7443
<b>5.</b>	<b>Dome Investment Limited</b>					
		At the beginning of the Year	125000	0.760	125000	0.760
		Bought during the year	0	0.00	0	0.00
		Sold during the Year	0	0.00	0	0.00
		At the end of the Year	125000	0.67739	125000	0.67739

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Sl. No.	Name of Shareholders		Shareholding		Cumulative Shareholding during the year	
			No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
<b>6. Haragopal Kusuma Penugonda</b>						
		At the beginning of the Year	62500	0.3799	62500	0.3799
		Bought during the year	0	0.0000	0	0.0000
		Sold during the Year	19375	0.1462	19375	0.1462
		At the end of the Year	43125	0.2337	43125	0.2337
<b>7. IDBI Bank Limited</b>						
		At the beginning of the Year	41381	0.2515	41381	0.2515
		Bought during the year	0	0.0000	0	0.0000
		Sold during the Year	10234	0.0827	10234	0.0827
		At the end of the Year	31147	0.1688	31147	0.1688
<b>8. Chhotalal Ramjibhai Bhanderi</b>						
		At the beginning of the Year	9270	0.0563	9270	0.0563
		Bought during the year	11629	0.024	11629	0.024
		Sold during the Year	0	0	0	0
		At the end of the Year	20899	0.91325	0.11325	0.11325
<b>9. Dhruv Bhanderi</b>						
		At the beginning of the Year	14893	0.0807	14893	0.0807
		Bought during the year	0	0	0	0
		Sold during the Year	0	0	0	0
		At the end of the Year	14893	0.0807	14893	0.0807
<b>10. Vijay Agarwal</b>						
		At the beginning of the Year	14825	0.0901	14825	0.0901
		Bought during the year	0	0	0	0
		Sold during the Year	0	0	0	0
		At the end of the Year	14825	0.0803	14825	0.00803

(v) *Shareholding of Directors & Key Managerial Personnel:*

Sl. No.	Shareholding of each directors and each key Managerial Personnel	Shareholding at the beginning of the year (01.04.2015)		Cumulative Shares during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
<b>1.</b>	<b>Mr. P.M. Rao</b>				
	At the beginning of the year	Nil	Nil	Nil	Nil
	Date wise Increase/Decrease in Shareholding during the year specifying the reasons for increase/decrease	Nil	Nil	Nil	Nil
	At the end of the year	Nil	Nil	Nil	Nil
<b>2.</b>	<b>Mr. Abhijit Rao</b>				
	At the beginning of the year	Nil	Nil	Nil	Nil
	Date wise Increase/Decrease in Shareholding during the year specifying the reasons for increase/decrease	Nil	Nil	Nil	Nil
	At the end of the year	Nil	Nil	Nil	Nil

V. **INDEBTEDNESS**

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

(Amount in Rs.)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	0.00	0.00	0.00	0.00
ii) Interest due but not paid	0.00	0.00	0.00	0.00
iii) Interest accrued but not	0.00	0.00	0.00	0.00
<b>Total (i+ii+iii)</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>
Change in Indebtedness during the financial year				
- Addition	0.00	0.00	0.00	0.00
- Reduction	0.00	0.00	0.00	0.00
<b>Net Change</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>
Indebtedness at the end of the financial year				
i) Principal Amount	0.00	0.00	0.00	0.00
ii) Interest due but not paid	0.00	0.00	0.00	0.00
iii) Interest accrued but not due	0.00	0.00	0.00	0.00
<b>Total (i+ii+iii)</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>

**VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

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

Sl. No.	Particulars of Remuneration	Name of MD/ WTD/ Manager		Total Amount (in Rs.)
		Mr. P.M Rao	Mr. Abhijit Rao	
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	12,18,000	6,00,000	18,18,000
	(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	Nil	Nil	Nil
3	Sweat Equity	Nil	Nil	Nil
4	Commission - as % of profit - others, specify			
5	Others, please specify (Rent free accommodation)	Nil	11,25,000	11,25,000
	Total (A)	12,18,000	17,25,000	29,43,000

B. *Remuneration to other directors:*

Sl. No.	Particulars of Remuneration	Name of Directors		Total Amount (in Rs.)
		Mr. Shyam R. Karmarkar	Mr. P. R. Bhargava	
1	<b>Independent Directors</b>			
	Fee for attending board committee meetings	20000	20000	40000
	Commission	-	-	-
	Others, specify	-	-	-
	<b>Total (1)</b>	<b>20000</b>	<b>20000</b>	<b>40000</b>

**C. Remuneration to Key Managerial Personnel Other Than MD /Manager /WTD**

S. No.	Particulars of Remuneration	Key Managerial Personnel		
		Company Secretary*	CFO	Total
1.	Gross salary (a) Salary as per provisions contained in section 17(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 section 17(3) Income-tax Act, 1961	NIL	Nil	Nil
2.	Stock Option	NIL	NIL	NIL
3.	Sweat Equity	NIL	NIL	NIL
4.	Commission -as % of profit -others, specify...	- NIL	- NIL	- NIL
5.	Others, please specify	NIL	NIL	NIL
	<b>Total</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

\*The Company is yet to appoint Company Secretary

**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)
<b>A. COMPANY</b>					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL
<b>B. DIRECTORS</b>					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL

\*There were no penalties/punishment imposed on company & none of the offenses were compounded.

**For and on behalf of the Board of Directors**

Sd/-  
P. M. Rao  
Chairman and  
Managing Director  
DIN: 00197973

Place: Mumbai  
Date: 14<sup>th</sup> August, 2017