

ANNEXURE-A		
FORM NO. MGT 9		
EXTRACT OF ANNUAL RETURN		
as on financial year ended on 31.03.2019		
Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.		
I. REGISTRATION & OTHER DETAILS:		
i	CIN	U67120MH1994PTC078840
ii	Registration Date	08-06-1994
iii	Name of the Company	PHL Fininvest Private Limited
iv	Category/Sub-category of the Company	Company Limited by shares / Indian Non-Government Company
v	Address of the Registered office & contact details	<u>Address of the Registered office:</u> 3rd Floor, Piramal Tower, Peninsula Corporate Park, Ganpatrao Kadam Marg, Lower Parel, Mumbai - 400013 <u>Contact details:</u> 022-62309300
vi	Whether listed company	Unlisted
vii	Name, Address & contact details of the Registrar & Transfer Agent, if any.	<u>Name:</u> NSDL Database Management Limited <u>Address:</u> 11th floor, D wing, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai-400013 <u>Contact details:</u> 022-49142700

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 & Description of main products/services	NIC Code of the Product /service	% to total turnover of the company
1	Finance	64990	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY & ASSOCIATE COMPANIES					
SI No	Name & Address of the Company	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
1	Piramal Enterprises Limited Address: Piramal Ananta, Agastya Corporate Park, Opp. Fire Brigade, Kamani Junction, LBS Marg, Kurla (West), Mumbai - 400070	L24110MH1947PLC00571	Holding Company	100%	2(46)

IV . SHAREHOLDING PATTERN (Equity Share Capital Break up as % to 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. Promoters									
(1) Indian									
a) Individual/HUF	0	0	0	0.00	0	0	0	0.00	0
b) Central Govt. / State Govt.	0	0	0	0.00	0	0	0	0.00	0
c) Bodies Corporates	0	67,26,052	67,26,052	100.00	35,95,54,711	760	35,95,55,471	100.00	0
d) Bank/FI	0	0	0	0.00	0	0	0	0.00	0
e) Any other	0	0	0	0.00	0	0	0	0.00	0
SUB TOTAL (A) (1):	0	67,26,052	67,26,052	100.00	35,95,54,711	760	35,95,55,471	100.00	0
(2) Foreign		0				0			
a) NRI- Individuals	0	0	0	0.00	0	0	0	0.00	0
b) Other Individuals	0	0	0	0.00	0	0	0	0.00	0
c) Bodies Corp.	0	0	0	0.00	0	0	0	0.00	0
d) Banks/FI	0	0	0	0.00	0	0	0	0.00	0
e) Any other...	0	0	0	0.00	0	0	0	0.00	0
SUB TOTAL (A) (2):	0	0	0	0.00	0	0	0	0.00	0
Total Shareholding of Promoter (A)= (A)(1)+(A)(2)	-	67,26,052	67,26,052	100.00	35,95,54,711	760	35,95,55,471	100.00	0
B. PUBLIC SHAREHOLDING		0				0			
(1) Institutions		0				0			
a) Mutual Funds	0	0	0	0.00	0	0	0	0.00	0
b) Banks/FI	0	0	0	0.00	0	0	0	0.00	0
c) Central Govt.	0	0	0	0.00	0	0	0	0.00	0
d) State Govt.	0	0	0	0.00	0	0	0	0.00	0
e) Venture Capital Fund	0	0	0	0.00	0	0	0	0.00	0
f) Insurance Companies	0	0	0	0.00	0	0	0	0.00	0
g) FIIS	0	0	0	0.00	0	0	0	0.00	0

h) Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0
i) Others (specify)	0	0	0	0.00	0	0	0	0.00	0
SUB TOTAL (B)(1):	0	0	0	0.00	0	0	0	0.00	0
(2) Non Institutions		0				0			
a) Bodies corporates	0	0	0	0.00	0	0	0	0.00	0
i) Indian	0	0	0	0.00	0	0	0	0.00	0
ii) Overseas	0	0	0	0.00	0	0	0	0.00	0
b) Individuals	0	0	0	0.00	0	0	0	0.00	0
i) Individual shareholders holding nominal share capital upto Rs.1 lakh	0	0	0	0.00	0	0	0	0.00	0
ii) Individuals shareholders holding nominal share capital in excess of Rs. 1 lakh	0	0	0	0.00	0	0	0	0.00	0
c) Others (specify)	0	0	0	0.00	0	0	0	0.00	0
SUB TOTAL (B)(2):	0	0	0	0.00	0	0	0	0.00	0
Total Public Shareholding (B)= (B)(1)+(B)(2)	0	0	0	0.00	0	0	0	0.00	0
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0.00	0	0	0	0.00	0
Grand Total (A+B+C)	0	67,26,052	67,26,052	100.00	35,95,54,711	760	35,95,55,471	100.00	0

(ii) Shareholding of Promoters								
Sl. No.	Shareholders Name	Shareholding at the beginning of the year			Shareholding 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	Piramal Enterprises Limited	67,25,292	99.99	0.00	35,95,54,711	100.00	0.00	0.01
2	Piramal Enterprises Limited jtly. Mr. Ajay G. Piramal	380	0.01	0.00	380	0.00	0.00	-0.01
3	Piramal Enterprises Limited jtly. Mr. Khushru B. Jijina	380	0.01	0.00	380	0.00	0.00	-0.01
	Total	67,26,052	100.00	0.00	35,95,55,471	100.00	0.00	0.00

(iii) Change in Promoters' Shareholding - No change			
Sl. No.		Shareholding at the beginning of the Year	Cumulative Share holding during the year

		No. of Shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1	Piramal Enterprises Limited				
	At the beginning of the year	67,25,292	99.99	67,25,292	99.99
	28.08.2018 - Allotment	13,57,03,623	100.00	14,24,28,915	100.00
	14.09.2018- Allotment	6,78,51,811	100.00	21,02,80,726	100.00
	01.03.2019 - Allotment	14,92,73,985	100.00	35,95,54,711	100.00
	At the end of the year			35,95,54,711	100.00
2	Piramal Enterprises Limited jtly. Mr. Ajay G. Piramal				
	At the beginning of the year	380	0.01	380	0.01
	At the end of the year			380	0.00
3	Piramal Enterprises Limited jtly. Mr. Khushru B. Jijina				
	At the beginning of the year	380	0.01	380	0.01
	At the end of the year			380	0.00

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters & Holders of GDRs & ADRs): N.A					
Sl. No.	For Each of the Top 10 Shareholders	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	At the beginning of the year	0	0	0	0
2	Date wise increase/ decrease in Promoters Share holding during the year specifying the reasons for increase/ decrease (e.g. allotment/ transfer/ bonus/ sweat equity etc.)	0	0	0	0
3	At the end of the year (or on the date of separation, if separated during the year)	0	0	0	0

(v) Shareholding of Directors & KMP					
Sl. No.	For each of the Directors & 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. Vijay Shah				
	At the beginning of the year	0	0.00	0	0.00
	At the end of the year			0	0.00
2	Mr. Pramod Kumar Gothi				
	At the beginning of the year	0	0.00	0	0.00

	At the end of the year			0	0.00
3	Mr. Surendra Kabra				
	At the beginning of the year	0	0.00	0	0.00
	At the end of the year			0	0.00
4	Mr. Rajesh Laddha*				
	At the beginning of the year	0	0.00	0	0.00
	At the end of the year			0	0.00
5	Mr. Khushru Jijina^				
	At the beginning of the year	0	0.00	0	0.00
	At the end of the year			0	0.00
6	Dr.(Mrs.) Swati Piramal^				
	At the beginning of the year	0	0.00	0	0.00
	At the end of the year			0	0.00
7	Mr. Amey Jogas #				
	At the beginning of the year	0	0.00	0	0.00
	At the end of the year			0	0.00
8	Mr. Vikas Tarekar#				
	At the beginning of the year	0	0.00	0	0.00
	At the end of the year			0	0.00
9	Mr. Kunal Shah\$				
	At the beginning of the year	0	0.00	0	0.00
	At the end of the year			0	0.00
* Mr. Rajesh Laddha Ceased to be Director of the Company w.e.f. March 20, 2019					
^ Mr. Khushru Jijina and Dr.(Mrs.) Swati Piramal appointed as additional director of the Company w.e.f. March 12, 2019					
# Mr. Amey Jogas Ceased to be Company Secretary w.e.f. October 24, 2018 & Mr. Vikas Tarekar appointed as Company Secretary w.e.f. October 24, 2018					
\$ Mr. Kunal Shah appointed as Chief Financial Officer (CFO) of the Company w.e.f. January 22, 2019					

V INDEBTEDNESS

Indebtedness of the Company including interest outstanding / accrued but not due for payment					(Amounts in Lakhs)
	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness	
Indebtness at the beginning of the financial year					
i) Principal Amount	-	-	-	-	-
ii) Interest due but not paid	-	-	-	-	-
iii) Interest accrued but not due	-	-	-	-	-
Total (i+ii+iii)	-	-	-	-	-
Change in Indebtedness during the financial year					
Additions	2,52,100.00	11,39,900.00	0.00		13,92,000.00
Reduction	0.00	4,74,137.53	0.00		4,74,137.53
Net Change	2,52,100.00	6,65,762.47	0.00		9,17,862.47
Indebtedness at the end of the financial year					
i) Principal Amount	2,52,100.00	6,65,762.47	0.00		9,17,862.47
ii) Interest due but not paid	0.00	0.00	0.00		0.00
iii) Interest accrued but not due	158.51	147.23	0.00		305.74
Total (i+ii+iii)	2,52,258.51	6,65,909.70	0.00		9,18,168.21

VI REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL			
A. Remuneration to Managing Director, Whole-time Director and/or Manager: NOT APPLICABLE			
Sl.No.	Particulars of Remuneration	Name of the MD/ WTD/ Manager	Total Amount
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income Tax. 1961.	0	0
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961	0	0
	(c) Profits in lieu of salary u/s 17(3) of the Income Tax Act, 1961	0	0
2	Stock option	0	0
3	Sweat Equity	0	0
4	Commission	0	0
	as % of profit	0	0
	others (specify)	0	0
5	Others, please specify	0	0
	Total (A)	0	0
	Ceiling as per the Act	Not applicable	

B. Remuneration to other directors: N.A						
Sl.No.	Particulars of Remuneration	Name of the Directors				Total Amount
1	Independent Directors	Mr. Pramod Kumar Gothi	Mr. Surendra Kabra			
	(a) Fee for attending Board/ Committee meetings	0	0			0
	(b) Commission	0	0			0
	(c) Others, please specify	0	0			0
	Total (1)	0	0			0
2	Other Non Executive Directors	Mr. Vijay Shah	Mr. Rajesh Laddha -(ceased w.e.f. March 20, 2019)	Mr. Khushru Jijina - (appointed as additional director w.e.f. March 12, 2019)	Dr.(Mrs.) Swati Piramal - (appointed as additional director w.e.f. March 12, 2019)	Total Amount
	(a) Fee for attending	0	0	0	0	0
	(b) Commission	0	0	0	0	0
	(c) Others, please specify.	0	0	0	0	0
	Total (2)	0	0	0	0	0
	Total (B)=(1+2)	0	0	0	0	0
	Total Managerial Remuneration (A+B)	0	0	0	0	0
	Overall Ceiling as per the Act.	Not Applicable				

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD						
Sl. No.	Particulars of Remuneration	Key Managerial Personnel				Total
		CEO	Company Secretary	Company Secretary	CFO	
1	Gross Salary	-	Mr. Vikas Tarekar	Mr. Amey Jogas	Mr. Kunal Shah	
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961	0	4,22,323	0	17,89,688	0
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	0	0	0	0	0

	(c) Profits in lieu of salary u/s 17(3) of the Income Tax Act, 1961	0	0	0	0	0
2	Stock Option	0	0	0	0	0
3	Sweat Equity	0	0	0	0	0
4	Commission	0	0	0	0	0
	as % of profit	0	0	0	0	0
	others, specify	0	0	0	0	0
5	Others, please specify	0	0	0	0	0
	Total	0	4,22,323	0	17,89,688	0

VII PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES - There were no penalties/ punishment/compounding of offences for breach of any section of the Companies Act against the Company or its Directors or other officers in default, if any, during the year

**For and on behalf of the Board of Directors
PHL Fininvest Private Limited**

Date: April 24, 2019
Place: Mumbai

Khushru Jijina
Managing Director
DIN: 00209953

Vijay Shah
Director
DIN: 00021276