

Annexure A

FORM No. MGT-9

**EXTRACT OF ANNUAL RETURN
as on the financial year ended on 31.03.2019**

*[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:

i)	CIN	L18101TZ2005PLC012295
ii)	Registration Date	18.11.2005
iii)	Name of the Company	S.P.APPARELS LIMITED
iv)	Category / Sub-Category of the Company	Company Limited by shares / Non-Government Company
v)	Address of the Registered office and contact details	39-A, Extension Street, Kaikattipudur Avinashi Tirupur District – 641 654 Phone: +91-4296-714000 E-mail : spindia@s-p-apparels.com
vi)	Whether listed company	Yes
vii)	Name, Address and Contact details of Registrar and Transfer Agent, if any	Link Intime India Private Limited, “Surya”, 35, May Flower Avenue, Behind Senthil Nagar, Sowripalayam Road Coimbatore 641 028 Phone: 0422-2314792, 2315792 Fax : 022-2314792 Email ID: coimbatore@linkintime.co.in

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:-

S. No	Name and Description of main products / services	NIC Code of the Product / service	% to total turnover of the company
1	Manufacturing / Trading of Garments	14101	91.87

(h)	Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
(i)	Others									
	Foreign Investor Portfolio	19,13,173	-	19,13,173	7.60	17,63,361	-	17,63,361	6.86	(0.74)
	Sub Total (B)(1)	50,38,285	-	50,38,285	20.02	51,68,880	-	51,68,880	20.12	0.10
[2]	Non-Institutions									
(a)	Bodies Corporate									
I)	Indian	10,44,139	-	10,44,139	4.15	10,96,856	-	10,96,856	4.27	0.12
II)	Overseas	-	3,45,212	3,45,212	1.37	-	3,45,212	3,45,212	1.34	(0.03)
(b)	Individuals									
(i)	Individual shareholders holding nominal share capital upto Rs. 1 lakh.	24,57,643	10	24,57,653	9.77	20,90,813	10	20,90,823	8.14	(1.63)
(ii)	Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	5,50,171	-	5,50,171	2.19	6,11,005	-	6,11,005	2.38	0.19
(c)	Others									
(i)	Clearing Member	1,45,851	-	1,45,851	0.58	1,55,237	-	1,55,237	0.60	0.02
(ii)	NRI	2,37,899	-	2,37,899	0.94	2,57,263	-	2,57,263	1.00	0.06
(iii)	HUF	1,09,714	-	1,09,714	0.43	1,18,284	-	1,18,284	0.46	0.03
(iv)	Market Maker	-	-	-	-	-	-	-	-	-
(v)	Any Other	-	-	-	-	-	-	-	-	-
	NBFCs registered with RBI	-	-	-	-	250	-	250	-	-
	Trusts	4,101	-	4,101	0.02	14,296	-	14,296	0.06	0.04
	Sub Total (B)(2)	45,49,518	3,45,222	48,94,740	19.45	43,44,004	3,45,222	46,89,226	18.25	(1.20)
	Total Public Shareholding (B)=(B)(1)+(B)(2)	95,87,803	3,45,222	99,33,025	39.47	95,12,884	3,45,222	98,58,106	38.37	(1.10)
(C)	Shares held by custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
	Total (A)+(B)+(C)	2,48,22,378	3,45,222	2,51,67,600	100.00	2,53,47,378	3,45,222	2,56,92,600	100.00	

ii) Shareholding of Promoters

S No	Shareholder's Name	No. Of shares held at the beginning of the year (as on 01.04.2018)			No. Of shares held at the end of the year (as on 31.03.2019)			% Change during the year
		No. of shares held	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of shares held	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	% change in shareholding during the year
1	P.SUNDARARAJAN	1,21,87,682	48.43	-	1,27,84,273	49.76	-	1.33
2	S.LATHA	30,15,611	11.98	-	30,24,509	11.77	-	(0.21)
3	S.CHENDURAN	20,256	0.08	-	25,712	0.10	-	(0.02)
4	S.SHANTHA	11,026	0.04	-	-	-	-	(0.04)
	TOTAL	1,52,34,575	60.53	-	1,58,34,494	61.63	-	(1.10)

iii) Change in Promoters' Shareholding

S. No.		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	P.SUNDARARAJAN				
	At the beginning of the year	12187682	47.44	12187682	47.44
	Transfer of Shares on 18.05.2018	66	0.03	12187748	47.47
	Transfer of Shares on 27.07.2018	8593	0.05	12196341	47.52
	Transfer of Shares on 03.08.2018	11890	0	12208231	47.52
	Transfer of Shares on 10.08.2018	665	0.01	12208896	47.53
	Transfer of Shares on 24.08.2018	2270	0.01	12211166	47.54
	Transfer of Shares on 07.09.2018	3406	0.01	12214572	47.55
	Transfer of Shares on 14.09.2018	3155	0	12217727	47.55
	Transfer of Shares on 21.09.2018	190	2.05	12217917	49.60
	Preferential Allotment on 29.09.2018	525000	0.06	12742917	49.66
	Transfer of Shares on 05.10.2018	16975	0.07	12759892	49.73
	Transfer of Shares on 12.10.2018	17756	0.02	12777648	49.75
	Transfer of Shares on 01.02.2019	5405	0.01	12783053	49.76
	Transfer of Shares on 08.02.2019	720	0.03	12783773	49.76
	Transfer of Shares on 01.03.2019	270	-	12784043	49.76
	Transfer of Shares on 08.03.2019	230	-	12784273	49.76
	At the end of the year			12784273	49.76
2	S.LATHA				
	At the beginning of the year	3015611	11.74	3015611	11.74
	Transfer of Shares on 29.08.2018	6623	0.02	3022234	11.76
	Transfer of Shares on 05.10.2018	2275	0.01	3024509	11.77
	At the end of the year			3024509	11.77
3	S.CHENDURAN				
	At the beginning of the year	20256	0.0788	20256	0.08
	Transfer of Shares on 06.04.2018	304	-	20560	0.08
	Transfer of Shares on 20.04.2018	1	-	20561	0.08
	Transfer of Shares on 27.04.2018	219	-	20780	0.08
	Transfer of Shares on 11.05.2018	85	-	20865	0.08
	Transfer of Shares on 27.07.2018	1734	0.01	22599	0.09
	Transfer of Shares on 29.09.2018	1	-	22600	0.09
	Transfer of Shares on 12.10.2018	2060	0.01	24660	0.10
	Transfer of Shares on 19.10.2018	1050	-	25710	0.10
	Transfer of Shares on 02.11.2018	2	-	25712	0.10
	At the end of the year			25712	0.10
4	S.SHANTHA				
	At the beginning of the year	11026	0.04	11026	0.04
	Transfer of Shares on 12.10.2018	(11026)	-	-	-
	At the end of the year	-	-	-	-

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

S No	Name of the Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. Of shares held	% of total Shares of the Company	No. Of shares held	% of total Shares of the Company
1	GOLDMAN SACHS INDIA LIMITED				
	At the beginning of the year	1338597	5.21	1338597	5.21
	Increase / Decrease in shareholding during the year	-	-	-	-
	At the end of the year			1338597	5.21
2	UTI - HYBRID EQUITY FUND				
	At the beginning of the year	1330392	5.18	1330392	5.18
	Increase / Decrease in shareholding during the year	-	-	-	-
	At the end of the year			1330392	5.18
3	DSP SMALL CAP FUND				
	At the beginning of the year	1235247	4.81	1235247	4.81
	Increase / Decrease in shareholding during the year	-	-	-	-
	At the end of the year			1235247	4.81
4	ADITYA BIRLA SUN LIFE INSURANCE COMPANY LIMITED				
	At the beginning of the year	700164	2.73	700164	2.73
	Transfer of Shares on 27.04.2018	40134	0.15	740298	2.88
	Transfer of Shares on 18.05.2018	1707	0.01	742005	2.89
	Transfer of Shares on 25.05.2018	93	-	742098	2.89
	Transfer of Shares on 06.07.2018	1060	-	743158	2.89
	Transfer of Shares on 08.03.2019	(13393)	(0.05)	729765	2.84
	At the end of the year	729765	2.84	729765	2.84
5	ICICI PRUDENTIAL EQUITY & DEBT FUND				
	At the beginning of the year	104406	0.41	104406	0.41
	Transfer of Shares on 06.04.2018	9071	0.03	113477	0.44
	Transfer of Shares on 13.04.2018	21987	0.09	135464	0.53
	Transfer of Shares on 20.04.2018	17442	0.06	152906	0.59
	Transfer of Shares on 27.04.2018	787	0.01	153693	0.60
	Transfer of Shares on 04.05.2018	519	-	154212	0.60
	Transfer of Shares on 11.05.2018	23694	0.09	177906	0.69
	Transfer of Shares on 18.05.2018	6666	0.03	184572	0.72
	Transfer of Shares on 25.05.2018	23334	0.09	207906	0.81
	Transfer of Shares on 26.10.2018	1716	-	209622	0.81
	Transfer of Shares on 30.11.2018	5046	0.02	214668	0.83
	Transfer of Shares on 07.12.2018	127872	0.5	342540	1.33

	Transfer of Shares on 14.12.2018	125000	0.49	467540	1.82
	Transfer of Shares on 08.03.2019	(1026)	-	466514	1.82
	At the end of the year	466514	1.82	466514	1.82
6	THE SCOTTISH ORIENTAL SMALLER COMPANIES TRUSTPLC				
	At the beginning of the year	512176	1.99	512176	1.99
	Transfer of Shares on 05.10.2018	(2266)	(0.01)	509910	1.98
	Transfer of Shares on 08.02.2019	(591)	-	509319	1.98
	Transfer of Shares on 08.03.2019	(9027)	(0.03)	500292	1.95
	Transfer of Shares on 15.03.2019	(40422)	(0.16)	459870	1.79
	Transfer of Shares on 22.03.2019	(32877)	(0.13)	426993	1.66
	Transfer of Shares on 29.03.2019	(64988)	(0.25)	362005	1.41
	At the end of the year	362005	1.41	362005	1.41
7	PRINCIPAL TRUSTEE CO. PVT LTD. - PRINCIPAL MUTUAL FUND - PRINCIPAL EMERGING BLUECHIP FUND				
	At the beginning of the year	450000	1.75	450000	1.75
	Transfer of Shares on 30.06.2018	1869	0.01	451869	1.76
	Transfer of Shares on 06.07.2018	1131	-	453000	1.76
	Transfer of Shares on 27.07.2018	4797	0.02	457797	1.78
	Transfer of Shares on 31.08.2018	4047	0.02	461844	1.80
	Transfer of Shares on 07.09.2018	6102	0.02	467946	1.82
	Transfer of Shares on 14.09.2018	5922	0.02	473868	1.84
	Transfer of Shares on 29.09.2018	5976	0.03	479844	1.87
	Transfer of Shares on 07.12.2018	(99000)	(0.39)	380844	1.48
	Transfer of Shares on 14.12.2018	(118600)	(0.46)	262244	1.02
	Transfer of Shares on 01.03.2019	63000	0.25	325244	1.27
	Transfer of Shares on 08.03.2019	15000	0.05	340244	1.32
	Transfer of Shares on 22.03.2019	18000	0.07	358244	1.39
	At the end of the year			358244	1.39
8	M/S EURO ASIA AGENCIES LIMITED HONGKONG				
	At the beginning of the year	345212	1.37	345212	1.37
	Increase / Decrease in shareholding during the year	-	-	-	-
	At the end of the year			345212	1.37
9	V SENTHIL				
	At the beginning of the year	172136	0.67	172136	0.67
	Increase / Decrease in shareholding during the year	-	-	-	-
	At the end of the year			172136	0.67
10	GAURAV SANGHVI				
	At the beginning of the year	115000	0.45	115000	0.45
	Increase / Decrease in shareholding during the year	-	-	-	-
	At the end of the year			115000	0.45

v) Shareholding of Directors and Key Managerial Personnel:

S. No	Name of Directors and Key Managerial Personnel	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	P.SUNDARARAJAN				
	At the beginning of the year	12187682	47.44	12187682	47.44
	Transfer of Shares on 18.05.2018	66	0.03	12187748	47.47
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	Transfer of Shares on 14.09.2018	3155	0	12217727	47.55
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	Transfer of Shares on 01.03.2019	270	-	12784043	49.76
	Transfer of Shares on 08.03.2019	230	-	12784273	49.76
	At the end of the year			12784273	49.76
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	Transfer of Shares on 05.10.2018	2275	0.01	3024509	11.77
	At the end of the year			3024509	11.77
3	S.CHENDURAN				
	At the beginning of the year	20256	0.0788	20256	0.08
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	Transfer of Shares on 29.09.2018	1	-	22600	0.09
	Transfer of Shares on 12.10.2018	2060	0.01	24660	0.10
	Transfer of Shares on 19.10.2018	1050	-	25710	0.10
	Transfer of Shares on 02.11.2018	2	-	25712	0.10
	At the end of the year			25712	0.10
4	Mr.V.Sakthivel	NIL			
5	Mr.P.Yesuthasen				
6	Mr.A.S.Anand Kumar				
7	Mr.G.Ramakrishnan				
8	Mr.V.Balaji				
9	Mrs.K.Vinodhini				

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

(Rs. In Million)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal amount	1,926.30	259.15	-	2,185.45
ii) Interest due but not paid	1.21	-	-	1.21
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	1,927.51	259.15	-	2,186.66
Change in Indebtedness during the financial year				
Additions	253.56	26.05		279.61
Reductions	146.14	261.07		406.00
Net Change	107.42	(235.02)	-	(126.39)
Indebtedness at the end of the financial year				
i) Principal amount	2,034.93	24.13	-	2,059.06
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	2,034.93	24.13		2,059.06

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managerial Director, Whole- Time Directors and/ or Manager : (Rs. In Million)

S. No.	Particulars of Remuneration	Name of MD/WTD/ Manager			Total Amount
		Mr. P. Sundararajan Chairman and Managing Director	Mrs.S.Latha, Executive Director	Mr.S.Chendur an Director (Operations)	
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	17.00	22.20	8.00	37.20
	(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	-	-	-	-
5	Others	-	-	-	-
	Total (A)	17.00	22.20	8.00	37.20
	Ceiling as per the Act	10% of the Net Profit of the Company calculated as per Section 198 of the Act			

B. Remuneration to Other Directors

(Rs. In Million)

S No	Particulars of Remuneration	Name of Directors				Total Amount
		Mr.V.Sakt hivel	Mr.P.Yesuth asen	Mr.A.S.An and Kumar	Mr.G.Ramakris hnan	
1	Independent Directors					
	Fee for attending board/committee meetings	0.10	0.14	0.14	0.06	0.44
	Commission	-	-	-	-	-
	Others	-	-	-	-	-
	Total (1)	0.10	0.14	0.14	0.06	0.44
2	Other Non-Executive Directors					
	Fee for attending board committee meetings	-	-	-	-	-
	Commission	-	-	-	-	-
	Others, please specify	-	-	-	-	-
	Total (2)	-	-	-	-	-
	Total (B)=(1+2)	0.10	0.14	0.14	0.06	0.44
	Total Managerial Remuneration (A + B)					37.64
	Overall Ceiling as per the Act	Not Exceeding Rs.1 Lakh per Meeting				

C. Remuneration to Key Managerial Personnel other than MD/ Manager/ WTD

(Rs. In Lakhs)

S. No	Particulars of Remuneration	Key Managerial Personnel (Rs. In lakhs)			Total
		Mrs.P.V.Jeeva CEO Garment Division	Mr.V.Balaji CFO	Mrs.K.Vinodhini Company Secretary	
1	Gross salary				
	a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	5.43	2.31	0.57	8.31
	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	-	-	-	-
5	Others	-	-	-	-
	Total	5.43	2.31	0.57	8.31

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	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
B. DIRECTORS					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
C. OTHER OFFICERS IN DEFAULT					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-

For and on behalf of the Board of Directors

Sd/-
P. Sundararajan
Managing Director
(DIN : 00003380)

Sd/-
S. Latha
Executive Director
(DIN : 00003388)

Place : Avinashi
Date : 13.08.2019