

ANNEXURE A

**FORM NO. MGT – 9- EXTRACT OF ANNUAL RETURN
For financial year ended 31st March, 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:

CIN : L67190GA1993PLC001327
Registration Date : 10/02/1993
Name of the Company : Phoenix Township Limited
Category/ Sub-Category of the Company : Company limited by Shares / Non-Government Indian Company
Address of the Registered office and contact details : Durga Bhavan, Hede Centre, Tonca, Panaji, Goa - 403001.
Whether listed company : () Yes () No
Name, Address and Contact details of Registrar and Transfer Agent, if any : Adroit Corporate Services Pvt Ltd
17/20, Jaferbhoy Ind. Estate, 1st Floor, Makwana Road, Marol Naka, Andheri (East), Mumbai- 400059

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 (NIC 2008)	% to total turnover of the company
1	Hotels Operations	5510	73.32%
2	Restaurants Bars and Canteens	5520	26.68%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES : NA

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 (1.04.2017)				No. of Shares held at the end of the year (31.03.2018)				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
Promoters									
A) Indian									
a) Individual/ HUF	2723276	0	2723276	19.47	2723276	0	2723276	19.47	0

b) Central Govt.	0	0	0	0	0	0	0	0	0
c) State Govt (s)	0	0	0	0	0	0	0	0	0
d) Bodies Corp.	6746809	0	6746809	48.25	6746809	0	6746809	48.25	0
e) Banks / FI	0	0	0	0	0	0	0	0	0
f) Any Other...	381625	0	381625	2.73	381625	0	381625	2.73	0
Sub-total(A) (1):-	9851710	0	9851710	70.45	9851710	0	9851710	70.45	0
Foreign									
NRIs- Individuals	0	0	0	0	0	0	0	0	0
Other- Individuals	0	0	0	0	0	0	0	0	0
Bodies Corp.	0	0	0	0	0	0	0	0	0
Banks / FI	0	0	0	0	0	0	0	0	0
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)	9851710	0	9851710	70.45	9851710	0	9851710	70.45	0.00
B. Public Shareholding Institutions									
Mutual Funds	0	0	0	0	0	0	0	0	0
Banks/FI	0	1000	1000	0.01	0	1000	1000	0.01	0
Central Govt	0	0	0	0	0	0	0	0	0
StateGovt(s)	0	0	0	0	0	0	0	0	0
Venture Capital Funds	0	0	0	0	0	0	0	0	0
Insurance Companies	0	0	0	0	0	0	0	0	0
FII's	0	0	0	0	0	0	0	0	0
Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
Others (specify)	0	0	0	0	0	0	0	0	0
Sub-total (B)(1):-	0	1000	1000	0.01	0	1000	1000	0.01	0
Non- Institutions									
a) Bodies Corp.									
Indian	71244	255800	327044	2.34	54684	255800	310484	2.22	-0.12
Overseas	0	0	0	0.00	0	0	0	0.00	0
b) Individuals									
Individual shareholders holding nominal share capital upto Rs. 1 lakh	649514	743000	1392514	9.96	709047	700200	1409247	10.08	0.12
Individual shareholders holding nominal share capital in excess of Rs 1 lakh	2022792	164600	2187392	15.64	2032268	164600	2196868	15.71	0.07
Others (specify)									
Non residential Indian (repat)	67550	149000	216550	1.55	67950	147000	214950	1.54	-0.01

Non residential Indian (non-repat)	0	0	0	0	0	0	0	0	0
iii. Foreign Companies	0	0	0	0	0	0	0	0	0
iv. Clearing Members	8050	0	8050	0.06	1	0	1	0.00	-0.06
v. Directors/ relatives	0	0	0	0	0	0	0	0	0
vi. Trust	0	0	0	0	0	0	0	0	0
Sub-total (B)(2):-Total	2819150	1312400	4131550	29.54	2863950	1267600	4131550	29.54	0.00
Public Shareholding (B)=(B)(1)+ (B)(2)	2819150	1313400	4132550	29.55	2863950	1268600	4132550	29.55	0.00
C) Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	12670860	1313400	13984260	100.00	12715660	1268600	13984260	100.00	0.00

ii. Shareholding of Promoters

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year (01.04.2018)			Shareholding at the end of the year (31.03.2019)			% of 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	Dr. Prafulla Rajaram Hede	2572303	18.39	99.91	2572303	18.39	99.91	0
2	HBG Trust (Seema Arun Pawar)	381625	2.73	0	381625	2.73	0	0
3	Hede Consultancy Company Pvt Ltd	2242880	16.04	89.17	2242880	16.04	89.17	0
4	Hede Navigation Private limited (formerly known as Jwala Investments and Trading Pvt. Ltd.)	3981307	28.47	60.53	3981307	28.47	60.53	0
5	Mr. Samit Prafulla Hede	77873	0.56	0	77873	0.56	0	0
6	Star Galaxy Trades Pvt. Ltd.	212807	1.52	0	212807	1.52	0	0
7	Colaba Real Estate Private Limited	99115	0.71	0	99115	0.71	0	0
8	Glacier Trades Pvt. Ltd.	210700	1.51	0	210700	1.51	0	0
9	Mrs. Shibanee M. Harlalka	73100	0.52	0	73100	0.52	0	0

iii. *Changing Promoters' Shareholding (please specify, if there is no change)*

There are no changes in promoter shareholding

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

Sr. No.	Name of 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.	Ratilal Vishram Senghani				
	At the beginning of the year	213677	1.53	213677	1.53
	Sale of shares as on 27/04/2018	-7800	0.06	205877	1.47
	Sale of shares as on 11/05/2018	-1825	0.01	204052	1.46
	Sale of shares as on 18/05/2018	-2666	0.02	201386	1.44
	Sale of shares as on 01/06/2018	-7748	0.06	193638	1.38
	Purchase of shares as on 08/06/2018	4	0.00	193642	1.38
	Sale of shares as on 22/06/2018	-984	0.01	192658	1.38
	Sale of shares as on 13/07/2018	-475	0.00	192183	1.37
	Sale of shares as on 20/07/2018	-15	0.00	192168	1.37
	Sale of shares as on 03/08/2018	-10	0.00	192158	1.37
	Sale of shares as on 29/03/2019	-1100	0.01	191058	1.37
	At the end of the year	0	0.00	191058	1.37
2.	Nidhi Pandya				
	At the beginning of the year	206091	1.47	206091	1.47
	No Changes	0	0.00	206091	1.47
	At the end of the year	206091	1.47	206091	1.47
3.	Top Financial Holdings Limited				
	At the beginning of the year	164600	1.18	164600	1.18
	No Changes	0	0.00	164600	1.18
	At the end of the year	164600	1.18	164600	1.18
4.	Devan Narendra Pandya				
	At the beginning of the year	158533	1.13	158533	1.13
	Purchase of shares as on 04/01/2019	100	0.00	158633	1.13
	Purchase of shares as on 11/01/2019	100	0.00	158733	1.14
	At the end of the year	158733	1.14	158733	1.14
5.	Mr. Safir Anand				
	At the beginning of the year	152967	1.09	152967	1.09
	Purchase of shares as on 01/02/2019	450	0.00	153417	1.10
	At the end of the year	153417	1.10	153417	1.10
6.	Shalin Hemantkumar Shah				
	At the beginning of the year	137880	0.99	137880	0.99
	No Changes	0	0	137880	0.99

	At the end of the year	137880	0.99	137880	0.99
7.	Nalini Narendra Pandya				
	At the beginning of the year	137313	0.98	137313	0.98
	No Changes	0	0	137313	0.98
	At the end of the year	137313	0.98	137313	0.98
8.	Heena Narendra Pandya				
	At the beginning of the year	137000	0.98	137000	0.98
	No Changes	0	0	137000	0.98
	At the end of the year	137000	0.98	137000	0.98
9.	Kokila Girdharlal Chavda				
	At the beginning of the year	112149	0.80	112149	0.80
	No Changes	0	0	112149	0.80
	At the end of the year	112149	0.80	112149	0.80
10.	Joyce Pais				
	At the beginning of the year	99200	0.71	99200	0.71
	No Changes	0	0	99200	0.71
	At the end of the year	99200	0.71	99200	0.71

iv. Shareholding of Directors and Key Managerial Personnel.

There is no change in Director's and Key Managerial Personnel's shareholding.

V. INDEBTEDNESS

Indebtedness of the Company as on 31st March, 2019 including interest outstanding/accrued but not due for payment

(Amount in Rs.)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	3,83,45,444	5,94,68,352	NIL	9,78,13,796
ii) Interest due but not paid	0	0		0
iii) Interest accrued but not due	0	0		0
Total (i + ii + iii)	3,69,43,939	4,45,31,768	NIL	9,78,13,796
Change in Indebtedness during the financial year				
• Addition	9,97,443	0	NIL	9,97,443
• Reduction	0	3,69,39,786	0	(3,69,39,786)
Net Change	9,97,443	3,69,39,786	NIL	3,59,42,343

Indebtedness at the end of the financial year				
i) Principal Amount	3,93,42,887	2,25,28,566	NIL	6,18,71,453
ii) Interest due but not paid	0	0		0
iii) Interest accrued but not due	0	0		0
Total (i + ii + iii)	3,93,42,887	2,25,28,566	NIL	6,18,71,453

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager for the year ended 31st March, 2019.

(Amount in Rs.)

Sr. No.	Particulars of Remuneration	Name of MD/WTD/Manager	Total Amount
		Mr. Samit Hede	
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.	24,00,000	24,00,000
2.	Stock Option		
3.	Sweat Equity		
4.	Commission - as % of profit - others, specify...		
5.	Others, please specify		
	Total (A)	24,00,000	24,00,000
	Ceiling as per the Act		

B. Remuneration to other directors for the year ended 31st March, 2019

(Amount in Rs.)

Sr. No.	Particulars of Remuneration	Total Amount					
1.	Independent Directors	Dr. Surendra A. Dave	*Mr. Pralhad Bhagwant Desai	**Mr. Dev Kirti Toprani	Mr. Ajit Warty	Mr. Kiran N. Talchekar	
	• Fee for attending board committee meetings • Commission • Others, please specify	55,000	NIL	15,000	45,000	55,000	1,70,000
	Total	55,000	NIL	15,000	45,000	55,000	1,70,000

**Mr. Pralhad Bhagwant Desai resigned as Independent Director w.e.f. 1st May, 2018.*

*** Mr. Dev Toprani was appointed as an Additional independent Director w.e.f. 06th September, 2018*

2.	Other Non-Executive Directors	Ms. Shibanee M. Harlalka	Dr. Prafulla R. Hede	Mr. Arun P. Pawar	Total
	<ul style="list-style-type: none"> • Fee for attending board committee meetings • Commission • Others, please specify 	30,000	25,000	20,000	75,000
	Total				
	Total (2)	30,000	25,000	20,000	75,000

3.	Total (B)=(1+2)				2,45,000
	Total Managerial Remuneration (A+B)				26,45,000
	Overall Ceiling as per the Act				

C.Remuneration to Key Managerial Personnel other than MD/Manager/WTD for the year ended 31st March, 2019:

(Amount in Rs.)

Sr. No.	Particulars of Remuneration	Key Managerial Personnel			
		Company Secretary	Chief Financial Officer (CFO)		Total
		Kalpesh C. Joshi	*Mr. Shubham Agarwal	Mr. Puspraj R. Pandey *	
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	1,80,000	2,97,357	1,00,000	5,77,357
2.	Stock Option				
3.	Sweat Equity				
4.	Commission - as % of profit - others, specify...				
5.	Others, please specify				
	Total	1,80,000	2,97,357	1,00,000	5,77,357

*** Mr. Shubham Agarwal resigned as CFO of the Company w.e.f. 28th September, 2018 and in his place Mr. Puspraj R. Pandey was appointed as CFO of the Company w.e.f. 07th January, 2019.**

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details Penalty/ Punishment/ Compounding / fees imposed	Authority [RD / NCLT/ Court]	Appeal made, if any(give Details)
A. COMPANY					
Penalty			NIL		
Punishment					
Compounding					
B. DIRECTORS					
Penalty			NIL		
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty			NIL		
Punishment					
Compounding					

