

FORM NO. MGT-9

EXTRACT OF ANNUAL RETURN

As on the financial year ended on 31st March, 2018

[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	L28121MP1995PLC009170
ii.	Registration Date	14/03/1995
iii.	Name of the Company	Gorani Industries Limited
iv.	Category / Sub-Category of the Company	Public Company/Limited by shares
v.	Address of the Registered office and contact details	32-33, Sector-F, Sanwer Road, Indore (M.P.)-452015, Tel: 0731-2723201-03
vi.	Whether listed company	Yes
vii.	Name, Address and Contact details of Registrar and Transfer Agent, if any	Link Intime India Private Limited, C 101, 247 Park, L B S Marg, Vikhroli (West), Mumbai-400083 Phone: +91 022 49186000

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 and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1.	LPG Stoves	2750	41.80%
2.	Gas Geysers	2750	27.92%
3.	Rangehood (Chimney)	2750	25.30%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S. No	Name and Address of the company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1.	N.A.				

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 2017				No. of Shares held at the end of the year 2018				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	2233900	0	2233900	41.08	2233900	0	2233900	41.08	0.00
b) Central Govt	0	0	0	0.00	0	0	0	0.00	0.00
c) State Govt (s)	0	0	0	0.00	0	0	0	0.00	0.00
d) Bodies Corp.	0	0	0	0.00	0	0	0	0.00	0.00
e) Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
f) Any Other....	0	0	0	0.00	0	0	0	0.00	0.00
Sub-total (A) (1):-	2233900	0	2233900	41.08	2233900	0	2233900	41.08	0.00
(2) Foreign									
a) NRIs – Individuals	0	0	0	0.00	0	0	0	0.00	0.00
b) Other – Individuals	0	0	0	0.00	0	0	0	0.00	0.00
c) Bodies Corp.	0	0	0	0.00	0	0	0	0.00	0.00
d) Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
e) Any Other....	0	0	0	0.00	0	0	0	0.00	0.00
Sub-total (A) (2):	0	0	0	0.00	0	0	0	0.00	0.00
Total shareholding of Promoter	2233900	0	2233900	41.08	2233900	0	2233900	41.08	0.00

i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	183064	1349000	1532064	28.18	181149	1314300	1495449	27.50	-0.6733
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	11900	702800	714700	13.14	43893	702800	746693	13.74	0.5883
c) Other (specify)									
Clearing member	410	0	410	0.0075	500	0	500	0.0092	0.0017
Non Resident Indians (Repat)	1500	0	1500	0.0276	0	0	0	0.00	-0.0276
Hindu Undivided Family	1901	0	1901	0.0350	8705	0	8705	0.16	0.1251
Sub-total (B)(2):-	1047300	2057300	3104600	57.09	1082000	2022600	3104600	57.09	0.0000
Total Public shareholding (B)= (B)(1)+(B)(2)	1146800	2057300	3204100	58.92	1181500	2022600	3204100	58.92	0.0000
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0.00	0.00	0	0	0.00	0.00
Grand Total (A+B+C)	3380700	2057300	5438000	100.00	3415400	2022600	5438000	100.00	0.00

ii) Shareholding of Promoters

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year (1 st April, 2017)			Share holding at the end of the year (31 st March, 2018)			% change in share holding during the year
		No. of Shares of the Company	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares of the Company	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1.	Narendra Kumar Gorani	801800	14.74	0.00	801800	14.74	0.00	0.00
2.	Sanjay Gorani	649300	11.94	0.00	649300	11.94	0.00	0.00
3.	Anil Gorani	304900	5.60	0.00	304900	5.60	0.00	0.00
4.	Shanta Devi Gorani	285200	5.24	0.00	285200	5.24	0.00	0.00
5.	Balkishan Gorani	150100	2.76	0.00	150100	2.76	0.00	0.00
6.	Manju Gorani	40100	0.74	0.00	40100	0.74	0.00	0.00
7.	Hema Gorani	2500	0.05	0	2500	0.05	0	0.00
	Total	2233900	41.08	0	2233900	41.08	0	0.00

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

Sr. No.		Shareholding at the beginning of the year 2017		Cumulative Shareholding during the year 2018	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	Narendra Kumar Gorani	801800	14.74	801800	14.74
	Increase/Decrease in shareholding during the year	No change during the year			
	At the end of the year			801800	14.74
2.	Sanjay Gorani	649300	11.94	649300	11.94
	Increase/Decrease in shareholding during the year	No change during the year			
	At the end of the year			649300	11.94
3.	Anil Gorani	304900	5.61	304900	5.61
	Increase/Decrease in shareholding during the year	No change during the year			
	At the end of the year			304900	5.61
4.	Shanta Devi Gorani	285200	5.24	285200	5.24
	Increase/Decrease in shareholding during the year	No change during the year			
	At the end of the year			285200	5.24

5.	Balkishan Gorani	150100	2.76	150100	2.76
	Increase/Decrease in shareholding during the year	No change during the year			
	At the end of the year			150100	2.76
6.	Manju Gorani	40100	0.74	40100	0.74
	Increase/Decrease in shareholding during the year	No change during the year			
	At the end of the year			40100	0.74
7.	Hema Gorani	2500	0.05	2500	0.05
	Increase/Decrease in shareholding during the year	No change during the year			
	At the end of the year			2500	0.05

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

Sl. 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
	For each of the Top 10 Shareholders				
1.	Online Appliances Limited				
	At the beginning of the year	840600	15.46	840600	15.46
	Increase/Decrease in shareholding during the year	0	0.00	0	0.00
	At the end of the year (or on the date of separation, if separated during the year)	840600	15.46	840600	15.46
2.	Pukhraj Soni				
	At the beginning of the year	189000	3.48	189000	3.48
	Increase/Decrease in shareholding during the year	0	0.00	0	0.00
	At the end of the year (or on the date of separation, if separated during the year)	189000	3.48	189000	3.48
3.	Madhya Pradesh Financial Corporation				
	At the beginning of the year	99500	1.83	99500	1.83
	Increase/Decrease in shareholding during the year	0	0.00	0	0.00

	At the end of the year (or on the date of separation, if separated during the year)	99500	1.83	99500	1.83
4.	Ashok Kumar Daga				
	At the beginning of the year	94500	1.74	94500	1.74
	Increase/Decrease in shareholding during the year	0	0.00	0	0.00
	At the end of the year (or on the date of separation, if separated during the year)	94500	1.74	94500	1.74
5.	Dinesh Kumar Maheshwari				
	At the beginning of the year	94500	1.74	94500	1.74
	Increase/Decrease in shareholding during the year	0	0.00	0	0.00
	At the end of the year (or on the date of separation, if separated during the year)	94500	1.74	94500	1.74
6.	Shirin Pavri				
	At the beginning of the year	94500	1.74	94500	1.74
	Increase/Decrease in shareholding during the year	0	0.00	0	0.00
	At the end of the year (or on the date of separation, if separated during the year)	94500	1.74	94500	1.74
7.	Farokh Pavri				
	At the beginning of the year	94500	1.74	94500	1.74
	Increase/Decrease in shareholding during the year	0	0.00	0	0.00
	At the end of the year (or on the date of separation, if separated during the year)	94500	1.74	94500	1.74
8.	Sadhna Mandovra				
	At the beginning of the year	25000	0.46	25000	0.46

	Increase/Decrease in shareholding during the year	0	0.00	0	0.00
	At the end of the year (or on the date of separation, if separated during the year)	25000	0.46	25000	0.46
9.	Rajendra Jain				
	At the beginning of the year	22800	0.42	22800	0.42
	Increase/Decrease in shareholding during the year	0	0.00	0	0.00
	At the end of the year (or on the date of separation, if separated during the year)	22800	0.42	22800	0.42
10.	Rekhadevi Laddha				
	At the beginning of the year	20000	0.37	20000	0.37
	Increase/Decrease in shareholding during the year	0	0.00	0	0.00
	At the end of the year (or on the date of separation, if separated during the year)	20000	0.37	20000	0.37

v) Shareholding of Directors and Key Managerial Personnel:

Sl. 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.	Sanjay Gorani (KMP) Managing Director	649300	11.94	649300	11.94
	Increase/Decrease in shareholding during the year	0	0.00	0	0.00
	At the end of the year 31.03.2018	649300	11.94	649300	11.94
2.	Anil Gorani Whole Time Director	304900	5.61	304900	5.61
	Increase/Decrease in shareholding during the year	0	0.00	0	0.00
	At the end of the year 31.03.2018	304900	5.61	304900	5.61

3.	Shayam Sunder Jhavar Independent Director	0	0.00	0	0.00
	Increase/Decrease in shareholding during the year	0	0.00	0	0.00
	At the end of the year 31.03.2018	0	0.00	0	0.00
4.	Sandeep Kumar Jain Independent Director	0	0.00	0	0.00
	Increase/Decrease in shareholding during the year	0	0.00	0	0.00
	Upto 15 th March, 2018	0	0.00	0	0.00
5.	Nakul Gorani Whole Time Director	0	0.00	0	0.00
	Increase/Decrease in shareholding during the year	0	0.00	0	0.00
	At the end of the year 31.03.2018	0	0.00	0	0.00
6.	Komal Motwani Independent Director	0	0.00	0	0.00
	Increase/Decrease in shareholding during the year	0	0.00	0	0.00
	At the end of the year 31.03.2018	0	0.00	0	0.00
B.	Key Managerial Personnel				
1.	Suruchi Maheshwari Company Secretary	0	0.00	0	0.00
	Increase/Decrease in shareholding during the year	0	0.00	0	0.00
	Upto 18 th December 2017	0	0.00	0	0.00
2.	Neerja Mandiya with effect from 18.12.2017 Company Secretary	0	0.00	0	0.00
	Increase/Decrease in shareholding during the year	0	0.00	0	0.00
	At the end of the year 31.03.2018	0	0.00	0	0.00
3.	Chandrasekhar Sharma Chief Financial Officer	0	0.00	0	0.00

Increase/Decrease in shareholding during the year	0	0.00	0	0.00
At the end of the year 31.03.2018	0	0.00	0	0.00

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	14,35,546.00	3,95,77,272.00	0.00	4,10,12,818.00
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
Total (i+ii+iii)	14,35,546.00	3,95,77,272.00	0.00	4,10,12,818.00
Change in Indebtedness during the financial year				
• Addition	22,65,11,250.00	31,75,000.00	0.00	22,96,86,250.00
• Reduction	(21,86,13,594.00)	(1,31,34,235.00)	0.00	(23,17,47,829.00)
Net Change	78,97,656.22.00	(99,59,235.00)	0.00	(20,61,579.00)
Indebtedness at the end of the financial year				
i. Principal Amount	93,33,202.00	2,96,18,037.00	0.00	3,89,51,239.00
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
Total (i+ii+iii)	93,33,202.00	2,96,18,037.00	0.00	3,89,51,239.00

Note: - Whatever interest has been due is paid and no interest is accrued but not due.

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.)
		Sanjay Gorani	Nakul Gorani	Anil Gorani	

1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	14,50,000.00	8,50,000.00	8,50,000.00	31,50,000.00
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	0.00	0.00	0.00	0.00
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	0.00	0.00	0.00	0.00
2.	Stock Option	0.00	0.00	0.00	0.00
3.	Sweat Equity	0.00	0.00	0.00	0.00
4.	Commission -as % of profit - others, specify...	0.00	0.00	0.00	0.00
5. 5.	6. Others, please specify	0.00	0.00	0.00	0.00
	Total (A)	14,50,000.00	8,50,000.00	8,50,000.00	31,50,000.00
	Ceiling as per the Act	As per Schedule V of the Companies Act, 2013 as amended from time to time.			

B. Remuneration to other directors:

Sl. No.	Particulars of Remuneration	Name of Directors			Total Amount (in Rs.)
		Shayam Sunder Jhawar	Sandeep Kumar Jain*	Komal Motwani	
1.	Independent Directors				
	• Fee for attending board / committee meetings • Commission • Others, please specify	0.00	0.00	0.00	0.00
	Total B (1)	0.00	0.00	0.00	0.00
2.	Other Non-Executive Directors	0.00	0.00	0.00	0.00
	• Fee for attending board / committee meetings • Commission • Others, please specify			- - -	- - -
	Total B(2)				
	Total (B)=B(1) +B(2)	0.00	0.00	0.00	0.00
	Total Managerial Remuneration				
	Overall ceiling as per the Act	As per the limits specified under the Companies Act, 2013.			

* Mr. Sandeep Kumar Jain has resigned from the post of Independent Director w.e.f. 15th March, 2018

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

Amount in Rs.

Sl. No.	Particulars of Remuneration	Key Managerial Personnel			
		Neerja Manndiya Company Secretary and Compliance Officer (Appointed with effect from 18/12/2017)	Suruchi Maheshwari Company Secretary and Compliance Officer (Appointed with effect from 14/12/2016 till 18 th December, 2017)	Chandrasekhar Sharma CFO	Total
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	57,846.00	137,231.00	1,80,000.00	3,75,077.00
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	0.00	0.00	0.00	0.00
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	0.00	0.00	0.00	0.00
2.	Stock Option	0.00	0.00	0.00	0.00
3.	Sweat Equity	0.00	0.00	0.00	0.00
4.	Commission -as % of profit - others, specify	0.00	0.00	0.00	0.00
5.	Others, please specify	0.00	0.00	0.00	0.00
	Total	57,846.00	137,231.00	1,80,000.00	3,75,077.00

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Details of Penalty /	Authority [RD /	Appeal made, if any (give Details)
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	Brief Description	Punishment/ Compounding fees imposed	NCLT/ COURT]	
A. COMPANY				
Penalty		None		
Punishment		None		
Compounding		None		
B. DIRECTORS				
Penalty		None		
Punishment		None		
Compounding		None		
C. OTHER OFFICERS IN DEFAULT				
Penalty		None		
Punishment		None		
Compounding		None		

By Order of the Board

Sd/-
Anil Gorani
(Holding DIN 00055540)
Chairman cum Whole Time Director

Place: Indore
Date: 14th August, 2018

Regd. Office:
Plot No. 32-33, Sector F,
Sanwer Road, Industrial Area,
Indore-452015 (M.P.)