



VENTURA TEXTILES LIMITED

MGT-9
EXTRACTS OF ANNUAL RETURN
For the year ended March 31, 2020

Annexure E

[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

| | | |
|------|---|--|
| i) | CIN | L21091MH1970PLC014865 |
| ii) | Registration Date | November 3, 1970 |
| iii) | Name of Company | Ventura Textiles Limited |
| iv) | Category of the Company | Company limited by shares / Non-Government Company |
| v) | Address of the Registered office and contact details | Unit No. 121, Midas, Sahar Plaza, J. B. Nagar, Andheri – Kurla Road, Andheri (East), Mumbai - 400059 Phone:- (91-22) 2834 4453/ 4475 Email:- mkt2@venturateextiles.com Web:- www.venturatextiles.com |
| vi) | Whether listed company | Yes |
| vii) | Name and Address of Registrar & Transfer Agents (RTA):- | Link Intime India Private Limited, C-101, 1st Floor, 247 Park, LBS Marg, Vikhroli (West), Mumbai - 400 083 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 | Spinning of Cotton Yarns | 1311 | 100% |
| 2 | Weaving of Textiles | 1312 | Nil |
| 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 |
|---------|---------------------------------|----------|---------------------------------|------------------|--------------------|
| Nil | | | | | |

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 | |
| A. Promoter | | | | | | | | | |
| 1) Indian | | | | | | | | | |
| 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. | 1,17,53,773 | 0 | 1,17,53,773 | 60.42 | 1,17,53,773 | 0 | 1,17,53,773 | 60.42 | - |
| 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 | - |
| SUB-TOTAL (A)(1) | 1,17,53,773 | 0 | 1,17,53,773 | 60.42 | 1,17,53,773 | 0 | 1,17,53,773 | 60.42 | - |
| 2) Foreign | | | | | | | | | |
| 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 | - |
| l) Any Other (Specify) | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | - |
| SUB-TOTAL (A)(2) | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | - |
| Total holding for promoters (A)=(A)(1) + (A)(2) | 1,17,53,773 | 0 | 1,17,53,773 | 60.42 | 1,17,53,773 | 0 | 1,17,53,773 | 60.42 | - |
| B. Public Shareholding | | | | | | | | | |
| 1. Institutions | | | | | | | | | |
| a) Mutual Funds/UTI | 0 | 43 | 43 | 0.00 | 0 | 43 | 43 | 0.00 | 0.00 |
| b) Banks / FI | 1016167 | 0 | 1016167 | 5.22 | 10,15,854 | 0 | 10,15,854 | 5.22 | 0.00 |
| 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) | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0.00 |
| SUB-TOTAL (B)(1) | 1016167 | 43 | 1016210 | 5.22 | 10,15,854 | 43 | 10,15,897 | 5.22 | 0.00 |



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| 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 | |
| 2. Non Institutions | | | | | | | | | |
| a) Bodies Corp. | 357132 | 3853 | 360985 | 1.86 | 359305 | 3,853 | 363158 | 1.87 | -0.01 |
| b) Individuals | | | | | | | | | |
| (i) Individual shareholders holding nominal share capital up to Rs. 2 Lakh | 680849 | 24701 | 705550 | 3.63 | 685211 | 24709 | 709920 | 3.65 | -0.02 |
| (ii) Individual shareholders holding nominal share capital in excess of Rs 2 Lakh | 53,70,899 | - | 53,70,899 | 27.61 | 53,70,899 | - | 53,70,899 | 27.61 | 0.00 |
| c) Qualified Foreign Investor | - | - | - | - | - | - | - | - | - |
| d) Any others (Specify) | - | - | - | - | - | - | - | - | - |
| i) HUF | 26768 | 0 | 26768 | 0.14 | 26232 | 0 | 26232 | 0.13 | 0.01 |
| ii) Clearing Member | 5906 | - | 5906 | 0.03 | 104 | - | 104 | 0.00 | 0.03 |
| iii) Directors Relatives | - | - | - | - | - | - | - | - | - |
| iv) Employee | - | - | - | - | - | - | - | - | - |
| v) N.R.I. | 75508 | 12,625 | 88133 | 0.45 | 75681 | 12,625 | 88306 | 0.45 | 0.00 |
| vi) Overseas Bodies Corporate | - | - | - | - | - | - | - | - | - |
| vii) Unclaimed Suspense Account | - | - | - | - | - | - | - | - | - |
| viii) Foreign Companies | - | 1,25,000 | 1,25,000 | 0.64 | - | 1,25,000 | 1,25,000 | 0.64 | 0.00 |
| SUB-TOTAL (B)(2) | 6517062 | 166179 | 6683241 | 34.36 | 6517432 | 166187 | 6683619 | 34.35 | 0.00 |
| Total Public Shareholding (B)=(B)(1) + (B)(2) | 75,33,229 | 1,66,222 | 76,99,516 | 39.5739.58 | 7533286 | 166230 | 76,99,516 | 40 | 0.00 |
| C. Shares held by Custodian for GDRs & ADRs | - | - | - | - | - | - | - | - | - |
| SUB-TOTAL (C)(1) | - | - | - | - | - | - | - | - | - |
| Grand Total (A+B+C) | 1,92,87,002 | 166222 | 19453289 | 100.0000 | 19287059 | 166230 | 19453289 | 100.0000 | 0.00 |

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 | 73,36,858 | 37.72 | - | 73,36,858 | 37.72 | - | 0.00 |
| 2. | Indo - Gulf Financials Limited | 32,85,000 | 16.89 | - | 32,85,000 | 16.89 | - | 0.00 |
| 3. | Ventura Texports Private Limited | 11,31,915 | 5.82 | - | 11,31,915 | 5.82 | - | 0.00 |
| | Total | 1,17,53,773 | 60.43 | - | 1,17,53,773 | 60.43 | - | 0.00 |

(iii) Change in Promoters' Shareholding:

There is no any change in promoters shareholding during the year 2019-20.

(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 |
| 1. | Rita J. Bhuta | | | | | |
| | | At the beginning of the Year | 2000000 | 10.2810 | 2000000 | 10.2810 |
| | | Bought during the year | - | 0 | - | - |
| | | Sold during the Year | - | 0 | - | - |
| | | At the end of the Year00 | 2000000 | 10.2810 | 2000000 | 10.2810 |
| 2. | M/s. Sai Creations (Mr. Deepak Balkrishna Lokare & Mrs. Savita Deepak Lokare, Partners of M/s. Sai Creations) | | | | | |
| | | At the beginning of the Year | 2000000 | 10.2810 | 2000000 | 10.2810 |
| | | Bought during the year | - | 0 | - | - |
| | | Sold during the Year | - | 0 | - | - |
| | | At the end of the Year | 2000000 | 10.2810 | 2000000 | 10.2810 |
| 3. | Asha Umakant Vasaikar | | | | | |
| | | At the beginning of the Year | 1000000 | 5.1405 | 1000000 | 5.1405 |
| | | Bought during the year | - | - | - | - |
| | | Sold during the Year | - | - | - | - |
| | | At the end of the Year | 1000000 | 5.1405 | 1000000 | 5.1405 |
| 4. | J.M. Financial Asset Reconstruction Co. Private Limited | | | | | |
| | | At the beginning of the Year | 9,87,325 | 5.0754 | 9,87,325 | 5.0754 |
| | | Bought during the year | - | - | - | - |
| | | Sold during the Year | - | - | - | - |
| | | At the end of the Year | 9,87,325 | 5.0754 | 9,87,325 | 5.0754 |
| 5. | Meenakshi Maruti Deore | | | | | |
| | | At the beginning of the Year | 350000 | 1.7992 | 350000 | 1.7992 |
| | | Bought during the year | - | - | - | - |
| | | Sold during the Year | - | - | - | - |
| | | At the end of the Year | 350000 | 1.7992 | 350000 | 1.7992 |



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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 |
| 6. Reliance Spot Exchange Infrastructure Limited | | | | | | |
| | | At the beginning of the Year | 321875 | 1.6546 | 321875 | 1.6546 |
| | | Bought during the year | - | - | - | - |
| | | Sold during the Year | - | - | - | - |
| | | At the end of the Year | 321875 | 1.6546 | 321875 | 1.6546 |
| 7. Dome Investments Limited | | | | | | |
| | | At the beginning of the Year | 125000 | 0.6426 | 125000 | 0.6426 |
| | | Bought during the year | - | - | - | - |
| | | Sold during the Year | - | - | - | - |
| | | At the end of the Year | 125000 | 0.6426 | 125000 | 0.6426 |
| 8. Haragopal Kusuma Penugonda | | | | | | |
| | | At the beginning of the Year | 43125 | 0.2217 | 43125 | 0.2217 |
| | | Bought during the year | - | - | - | - |
| | | Sold during the Year | - | - | - | - |
| | | At the end of the Year | 43125 | 0.2217 | 43125 | 0.2217 |
| 9. IDBI Bank Limited | | | | | | |
| | | At the beginning of the Year | 28842 | 0.1483 | 28842 | 0.1483 |
| | | Bought during the year | - | - | - | - |
| | | Sold during the Year | 313 | 0.0016 | 313 | 0.0016 |
| | | At the end of the Year | 28529 | 0.1467 | 28529 | 0.1467 |
| 10. Chhotalal Ramjibhai Bhanderi | | | | | | |
| | | At the beginning of the Year | 20899 | 0.1074 | 20899 | 0.1074 |
| | | Bought during the year | - | - | - | - |
| | | Sold during the Year | - | - | - | - |
| | | At the end of the Year | 20899 | 0.1074 | 20899 | 0.1074 |

(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 (01.04.2019) | | Cumulative Shares during the year | |
|-----------|--|--|----------------------------------|-----------------------------------|----------------------------------|
| | | No. of shares | % of total shares of the company | No. of shares | % of total shares of the company |
| 1. | Mr. P.M. Rao | | | | |
| | 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 |
| 2. | Mr. Abhijit Rao | | | | |
| | 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 | 17,84,67,491 | 0.00 | 0.00 | 17,84,67,491 |
| ii) Interest due but not paid | 29,85,976 | 0.00 | 0.00 | 29,85,976 |
| iii) Interest accrued but not | 000 | 0.00 | 0.00 | 000 |
| Total (i+ii+iii) | 18,14,53,467 | 0.00 | 0.00 | 18,14,53,467 |
| Change in Indebtedness during the financial year | | | | |
| - Addition | 3,08,51,880 | - | - | 3,08,51,880 |
| - Reduction | - | - | - | - |
| Net Change | 3,08,51,880 | 0.00 | 0.00 | 3,08,51,880 |
| Indebtedness at the end of the financial year | | | | |
| i) Principal Amount | 20,93,19,371 | - | - | 20,93,19,371 |
| ii) Interest due but not paid | - | - | - | - |
| iii) Interest accrued but not due | 27,63,930 | - | - | 27,63,930 |
| Total (i+ii+iii) | 21,20,83,301 | 0.00 | 0.00 | 21,20,83,301 |



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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 | 30,91,000 | 9,33,000 | 40,24,000 |
| | (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 | 18,40,000 | 18,40,000 |
| | Total (A) | 30,91,000 | 27,73,000 | 58,64,000 |

B. Remuneration to other directors:

| Sl. No. | Particulars of Remuneration | Name of Directors | | Total Amount (in Rs.) |
|---------|--|------------------------|---------------------------------|-----------------------|
| | | Mr. Shyam R. Karmarkar | Mrs. Ratnakumari Girija Maganti | |
| 1 | Independent Directors | | | |
| | Fee for attending board committee meetings | 16000 | 16000 | 32000 |
| | Commission | - | - | - |
| | Others, specify | - | - | - |
| | Total (1) | 16000 | 16000 | 32000 |

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 | 3,00,000 | 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 |
| | Total | 3,00,000 | NIL | NIL |

*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) |
|-------------------------------------|------------------------------|-------------------|--|---------------------------|-----------------------------------|
| A. COMPANY | | | | | |
| Penalty | NIL | NIL | NIL | NIL | NIL |
| Punishment | NIL | NIL | NIL | NIL | NIL |
| Compounding | NIL | NIL | NIL | NIL | NIL |
| B. DIRECTORS | | | | | |
| Penalty | NIL | NIL | NIL | NIL | NIL |
| Punishment | NIL | NIL | NIL | NIL | NIL |
| Compounding | NIL | NIL | NIL | NIL | NIL |
| C. OTHER OFFICERS IN DEFAULT | | | | | |
| 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: 28th November, 2020