

ANNEXURE 'B' TO THE BOARDS REPORT 2018-19

EXTRACT OF ANNUAL RETURN

As on financial year ended 31-03-2019

[Pursuant to Section 92(3) of the Companies Act, 2013 read with
The Companies (Management and Administration) Rules, 2014]

FORM NO. MGT-9

A. REGISTRATION AND OTHER DETAILS:

CIN:-	L29299PN1960PLC011645
Registration Date:	16/04/1960
Name of the Company:	SIMMONDS MARSHALL LIMITED
Category Sub-Category of the Company	PUBLIC LIMITED COMPANY NON-GOVERNMENT COMPANY
Address of the Registered office and contact details:	MUMBAI-PUNE ROAD, KASARWADI, PUNE - 411034 TEL NO. (91-020) 30782150 FAX NO. (91-020) 30782195 E-MAIL: secretarial@simmondsmarshall.com WEBSITE: www.simmondsmarshall.com
Whether listed company	YES
Name, Address and Contact details of Registrar and Transfer Agent, if any	Sharex Dynamic (India) Private Limited C-101, 247 Park, L.B.S. Marg, Vikhroli West, Mumbai-400083 Tel: 022 2851 5606 / 2851 5644 E-mail: support@sharexindia.com

B. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:

Sr. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
a.	Nyloc Self Locking Nuts	73181600	100%

C. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name and address of the company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held
a	Formex Private Limited	U29254PN1986PTC039849	Associate	49%

D. SHARE HOLDING PATTERN**i) Category-wise Share Holding**

Category of Shareholders	No. of Shares held at the beginning of the year 01-04-2018				No. of Shares held at the end of the year 31-03-2019				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. PROMOTER'S									
(1) INDIAN									
(a) Individual	6146758	0	6146758	54.882	6309190	0	6309190	56.332	1.45
(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.	200800	0	200800	1.793	200800	0	200800	1.793	0
(e) FIINS / BANKS	0	0	0	0	0	0	0	0	0
(f) Any Other	0	0	0	0	0	0	0	0	0
Sub-total (A) (1):-	6347558	0	6347558	56.675	6509990	0	6509990	58.125	1.45
(2) FOREIGN									
(a) Individual NRI / For Ind	0	0	0	0	0	0	0	0	0
(b) Other Individual	0	0	0	0	0	0	0	0	0
(c) Bodies Corporates	0	0	0	0	0	0	0	0	0
(d) Banks / FII	0	0	0	0	0	0	0	0	0
(e) Qualified Foreign Investor	0	0	0	0	0	0	0	0	0
(f) Any Other Specify	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)	6347558	0	6347558	56.675	6509990	0	6509990	58.125	1.45
(B) (1) PUBLIC SHAREHOLDING									
(a) Mutual Funds	0	0	0	0	0	0	0	0	0.000
(b) Banks / FI	0	0	0	0	0	0	0	0	0.000
(c) Central Govt.	134000	0	134000	1.196	140500	0	140500	1.254	0.058
(d) State Govt.	0	0	0	0	0	0	0	0	0.000
(e) Venture Capital Funds	0	0	0	0	0	0	0	0	0.000

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(f) Insurance Companies	0	0	0	0	0	0	0	0	0.000
(g) FIIs	282489	0	282489	2.522	98574	0	98574	0.880	-1.642
(h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0.000
(i) Others (specify)	0	0	0	0	0	0	0	0	0.000
Sub-total (B)(1):-	416489	0	416489	3.718	239074	0	239074	2.134	-1.584
2. Non-Institutions									
(a) BODIES CORP.									
(i) Indian	823521	15000	838521	7.487	858264	15000	873264	7.797	0.310
(ii) Overseas	0	0	0	0	0	0	0	0	0.000
(b) Individuals									
(i) Individual shareholders holding nominal share capital upto Rs.1 lakh	2735903	464650	3200553	28.576	2756279	371140	3127419	27.923	-0.653
(ii) Individual shareholders holding nominal share capital in excess of Rs.1 lakh	289253	0	289253	2.583	302039	0	302039	2.697	0.114
(c) Other (specify)									
Non Resident Indians	62881	0	62881	0.561	120638	0	120638	1.077	0.516
Overseas Corporate Bodies	0	0	0	0	0	0	0	0	0
Foreign Nationals	0	0	0	0	0	0	0	0	0
Clearing Members	44745	0	44745	0.4	27576	0	27576	0.246	-0.154
Trusts	0	0	0	0	0	0	0	0	0
Foreign Bodies - D R	0	0	0	0	0	0	0	0	0
Sub-total (B)(2):-	3956303	479650	4435953	39.607	4064796	386140	4450936	39.74	0.133
Total Public Shareholding (B)=(B)(1)+ (B)(2)	4372792	479650	4852442	43.325	4303870	386140	4690010	41.874	-1.451
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0.000
Grand Total (A+B+C)	10720350	479650	11200000	100.000	10813860	386140	11200000	100.000	0.00

ii) Shareholding of promoters								
Sr. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% changes 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	MAKI SHIAMAK MARSHALL	1667435	14.888	0	1687435	15.066	0	0.178
2	NAVROZE SHIAMAK MARSHALL	1518548	13.558	0	1518548	13.558	0	0
3	SHIAMAK J MARSHALL	1532965	13.687	0	1715397	15.316	0	1.629
4	KAMAL IMRAN PANJU	717155	6.403	0	677155	6.046	0	-0.357
5	KAYAN J PANDOLE	710655	6.345	0	710655	6.345	0	0
6	JIVI MARSHALL TRADING COMPANY LLP	155800	1.391	0	155800	1.391	0	0
7	DIAMTOOLS PVT.LTD.	45000	0.402	0	45000	0.402	0	0

iii) Change in Promoter's Shareholding								
Sr. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% of total Shares of the company
		No. of Shares at the beginning /end of the year	% of the Shares of the company	Date	Increasing/ Decreasing in share-holding	Reason	No. of shares	
1	SHIAMAK J MARSHALL	1532965	13.687	01-04-2018				
				08-02-2019	105000	Buy	1637965	14.625
				22-02-2019	77432	Buy	1715397	15.316
	-Closing Balance			31-03-2019			1715397	15.316
2	MAKI SHIAMAK MARSHALL	1667435	14.888	01-04-2018				
				31-08-2018	6450	Buy	1673885	14.945
				07-09-2018	120	Buy	1674005	14.946
				14-09-2018	3430	Buy	1677435	14.977
				05-10-2018	10000	Buy	1687435	15.066
	-Closing Balance			31-03-2019			1687435	15.066
3	KAMAL IMRAN PANJU	717155	6.403	01-04-2018				
				31-08-2018	-10000	Sold	707155	6.314
				19-10-2018	-10000	Sold	697155	6.225
				02-11-2018	-15000	Sold	682155	6.091
				09-11-2018	-5000	Sold	677155	6.046
	-Closing Balance			31-03-2019			677155	6.046

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

Sr. No.	Name	No. of Shares at the beginning /end of the year	% of the Shares of the company	Date	Increasing / Decreasing in shareholding	Reason	No. of shares	% of total Shares of the company
1	CLOVER TECHNOLOGIES PVT LTD.	627504	5.603	01-04-2018				
				27-04-2018	20000	Buy	647504	5.781
				29-06-2018	8903	Buy	656407	5.861
				21-09-2018	-5242	Sold	651165	5.814
	-Closing Balance			31-03-2019			651165	5.814
2	INVESTOR EDUCATION AND PROTECTION FUND	134000	1.196	01-04-2018				
				15-02-2019	6500	Buy	140500	1.254
				22-02-2019	-6500	Sold	134000	1.196
	-Closing Balance			31-03-2019			134000	1.196
3	BOMSI WADIA	105000	0.938	01-04-2018				
	-Closing Balance			31-03-2019		No Change	105000	0.938
4	HAFEEZ SORAB CONTRACTOR	100000	0.893	01-04-2018				
	-Closing Balance			31-03-2019		No Change	100000	0.893
5	RIMO CAPITAL FUND LP	63516	0.567	01-04-2018				
				13-04-2018	2920	Buy	66436	0.593
				20-04-2018	10050	Buy	76486	0.683
				25-05-2018	1750	Buy	78236	0.699
				01-06-2018	1250	Buy	79486	0.710
				08-06-2018	5500	Buy	84986	0.759
				15-06-2018	2000	Buy	86986	0.777
				28-09-2018	1000	Buy	87986	0.786
				12-10-2018	1000	Buy	88986	0.795
				26-10-2018	440	Buy	89426	0.798
				09-11-2018	1000	Buy	90426	0.807
				31-12-2018	1200	Buy	91626	0.818
				04-01-2019	2350	Buy	93976	0.839
				01-02-2019	1200	Buy	95176	0.850
				08-02-2019	1500	Buy	96676	0.863
				15-03-2019	1898	Buy	98574	0.880
	-Closing Balance			31-03-2019			98574	0.880
6	RASHNE BURJOR DUBASH	84253	0.752	01-04-2018				
				31-08-2018	5419	Buy	89672	0.801
				07-09-2018	7367	Buy	97039	0.866

	-Closing Balance			31-03-2019			97039	0.866
7	CYRUS JAMSHED GUZDER	50000	0.446	01-04-2018				
	-Closing Balance			31-03-2019		No Change	50000	0.446
8	RACHANA ANKIT VAKHARIA	48250	0.431	01-04-2018				
	-Closing Balance			31-03-2019		No Change	48250	0.431
9	JYOTI BHARAT GADA	43601	0.389	01-04-2018				
	-Closing Balance			31-03-2019		No Change	43601	0.389
10	INDIRABEN BABALAL DEDHIA	41367	0.369	01-04-2018				
	-Closing Balance			31-03-2019		No Change	41367	0.369
11	BHARAT BHAWANJI GADA	46450	0.415	01-04-2018				
				27-04-2018	-1000	Sold	45450	0.406
				06-07-2018	-3543	Sold	41907	0.374
				13-07-2018	-6457	Sold	35450	0.317
				20-07-2018	-4000	Sold	31450	0.281
				27-07-2018	-8436	Sold	23014	0.205
				31-08-2018	5714	Buy	28728	0.257
	-Closing Balance			31-03-2019			28728	0.257
12	SBI PIPE FUND - 1	218973	1.955	01-04-2018				
				20-04-2018	-15741	Sold	203232	1.815
				17-08-2018	-13595	Sold	189637	1.693
				24-08-2018	-2321	Sold	187316	1.672
				07-09-2018	-1224	Sold	186092	1.662
				30-11-2018	-133742	Sold	52350	0.467
				07-12-2018	-52350	Sold	0	0
	-Closing Balance			31-03-2019			0	0

v) Shareholding of Directors and Key Managerial Personnel:

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year			Cumulative Shareholding at the end of the year			% of total Shares of the company
		No. of Shares at the beginning /end of the Year	% of the Shares of the company	Date	Increasing/ Decreasing in share-holding	Reason	No. of shares	
1	SHIAMAK J MARSHALL	1532965	13.687	01-04-2018				
				08-02-2019	105000	Buy	1637965	14.625
				22-02-2019	77432	Buy	1715397	15.316
	-Closing Balance			31-03-2019			1715397	15.316
2	NAVROZE SHIAMAK MARSHALL	1518548	13.558	01-04-2018	--	--	1518548	13.558

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	-Closing Balance			31-03-2019	--	--	1518548	13.558
3	S. C. SARAN	--	--	--	--	--	--	--
4	I. M. PANJU	--	--	--	--	--	--	--
5	A. V. CHOWDHURY	--	--	--	--	--	--	--
6	F. K. BANATWALLA	--	--	--	--	--	--	--

E. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	796.84	539.00	--	1335.84
ii) Interest due but not paid	--	--	--	--
iii) Interest accrued but not due	7.03	--	--	7.03
Total (i+ii+iii)	803.87	539.00	--	1342.87
Change in Indebtedness during the financial year				
• Addition	162.48	--	--	162.48
• Reduction	--	24.00	--	24.00
Net Change	162.48	24.00	--	138.48
Indebtedness at the end of the financial year				
i) Principal Amount	965.39	515.00	--	1480.39
ii) Interest due but not paid	--	--	--	--
iii) Interest accrued but not due	0.96	--	--	0.96
Total (i+ii+iii)	966.35	515.00	--	1481.35

F. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**i. Remuneration to Managing Director, Whole-time Directors and/or Manager:**

Sr. No.	Particulars of Remuneration	Name of MD/WT/ Manager			Total Amount
		CHAIRMAN	MANAGING DIRECTOR	WHOLE TIME DIRECTOR	
		S. J. MARSHALL	N. S. MARSHALL	I. M. PANJU	
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	38.28	52.82	3.24	94.34
	(b) Value of perquisites u/s 17(2) of the Income-tax Act, 1961	0.32	0.29	0.00	0.61
	(c) Profits in lieu of salary under section 17(3) of the Income-tax Act, 1961				
2	Stock Option				
3	Sweat Equity				
4	Commission	4.25	4.25		8.50
	- as % of profit				
	- others, specify...				
5	Others, please specify		16.79	0.96	17.75
	Total (A)	42.85	74.15	4.20	121.20
	Ceiling as per the Act	84.00	84.00	84.00	--

ii. Remuneration to other directors:

Sr. No.	Particulars of Remuneration	Name of Directors Manager / Manager			Total Amount
		F. K. BANATWALLA	S. C. SARAN	A. V. CHOWDHURY	
1.	Independent Directors				
	• Fee for attending board / committee meetings	0.40	0.20	0.30	0.90
	• Commission				
	• Others, please specify				
	Total (1)	0.40	0.20	0.30	0.90
2.	Other Non-Executive Directors				
	• Fee for attending board / committee meetings				
	• Commission				
	• Others, please specify				
	Total (2)				
	Total (B)=(1+2)				
	Total Managerial Remuneration	0.40	0.20	0.30	0.90
	Overall Ceiling as per the Act	Rs. 1 Lakh Per Board Meeting			

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iii. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTB

Sr. No.	Particulars of Remuneration	Key Managerial Personnel		Total
		CFO	Company Secretary	
		Vikash Verma	Nirmal Gupta	
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	30.74	5.12	35.86
	(b) Value of perquisites u/s 17(2) of the Income-tax Act, 1961	0.32	0.00	0.32
	(c) Profits in lieu of salary under section 17(3) of the Income-tax Act, 1961	0	0	0
2	Stock Option	0	0	0
3	Sweat Equity	0	0	0
4	Commission	0	0	0
5.	Others , Please specify -P.F.	1.94	0	1.94
	Total	33.00	5.12	38.12

G. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment / Compounding fees imposed	Authority [RD / NCLT/ COURT]	Authority [RD / NCLT/ COURT]
Penalty					
Punishment			NOT APPLICABLE		
Compounding					
OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment			NOT APPLICABLE		
Compounding					

For and on behalf of the Board of Directors
SIMMONDS MARSHALL LIMITED

Registered Office:
Mumbai-Pune Road,
Kasarwadi,
Pune -411 034.

S. J. MARSHALL
(DIN: 00085682)
CHAIRMAN

May 28, 2019.