

FORM NO. MGT 9

EXTRACT OF ANNUAL RETURN

As on financial year ended on 31.03.2020

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.

I. REGISTRATION & OTHER DETAILS:

	CIN	L26941GJ1956PLC000840
1.	Registration Date	11th June, 1956
2.	Name of the Company	SAURASHTRA CEMENT LIMITED
3.	Category/Sub-category of the Company	Company limited by shares / Indian Non-Government Company
4.	Address of the Registered office & contact details	Near Railway Station, Ranavav - 360560 (Gujarat) Tel. No. 02801-235001 / 7 , 02801-304200 Fax : 02801-304376 E-mail : sclinvestorquery@mehtagroup.com Website: www.saurashtracementlimited.com
5.	Whether listed company	Yes
6.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Link Intime India Pvt. Ltd., C101, 247 Park, L. B. S. Marg, Vikhroli (W), Mumbai - 400 083 Tel No. 022 49186000 Fax : 022-49186060

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	Clinker & Cement	3241	100 %

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

Sr. No	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of Shares held	Applicable Section
1	Agrima Consultants International Limited	U74210MH1988PLC047543	Subsidiary	100	2 (87)

A) 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 i.e. 01.04.2019				No. of Shares held at the end of the year i.e. 31.03.2020				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	4784668	3080	4787748	6.91	4784668	200	4784868	6.88	-0.03
b) Central Govt.	-	-	-	-	-	-	-	-	-
c) State Govt.(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	27345304	-	27345304	39.44	27345304	-	27345304	39.34	-0.10
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
Sub -Total (A)(1)	32129972	3080	32133052	46.35	32129972	200	32130172	46.22	-0.13
(2) Foreign									
a) NRIs- Individuals	-	-	-	-	-	-	-	-	-
b) Other - Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	18952349	-	18952349	27.33	18952349	-	18952349	27.26	-0.07
d) Banks / FI	-	-	-	-	-	-	-	-	-
e) Any other	-	-	-	-	-	-	-	-	-
Sub -Total (A)(2)	18952349	-	18952349	27.33	18952349	-	18952349	27.26	-0.07
Total shareholding of Promoter (A)=(A)(1) + (A)(2)	51082321	3080	51085401	73.68	51082321	200	51082521	73.48	-0.20
B. Public Shareholding									
1. Institutions									
a) Mutual Funds / UTI	-	1250	1250	-	-	1250	1250	-	-
b) Banks / FI	423437	850	424287	0.61	423437	850	424287	0.61	-
c) Central Govt.	-	-	-	-	-	-	-	-	-
d) State Govt.(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance companies	190927	410	191337	0.28	190927	410	191337	0.28	-
g) FIs	-	1810	1810	0.00	-	1810	1810	0.00	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	614364	4320	618684	0.89	614364	4320	618684	0.89	-
2. Non-Institutions									
a) Bodies Corp.									
i) Indian	3835371	17076	3852447	5.56	5005408	17076	5022484	7.23	1.67
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual shareholders holding nominal share capital upto ₹ 1 lakh	4353632	297778	4651410	6.70	4657833	287106	4944939	7.11	0.41
ii) Individual shareholders holding nominal share capital in excess of ₹ 1 lakh	5479347	-	5479347	7.90	4359513	-	4359513	6.27	-1.63
c) Others (specify)									
HUF	690487	0	690487	1.00	619042	-	619042	0.89	-0.11
Non Resident Indians	203400	30100	233500	0.34	224197	29900	254097	0.37	0.03
Overseas Corporate Bodies	-	-	-	-	-	-	-	-	-
Foreign Companies	2470000	-	2470000	3.56	2470000	-	2470000	3.55	-0.01
Clearing Members	255038	-	255038	0.37	147169	-	147169	0.21	-0.16
Trusts	1000	-	1000	0.00	-	-	-	-	-
Foreign Investor	-	-	-	-	-	-	-	-	-
Sub-total (B)(2):-	17288275	344954	17633229	25.43	17483162	334082	17817244	25.63	0.20
Total Public Shareholding (B)=(B)(1)+ (B)(2)	17902639	349274	18251913	26.32	18097526	338402	18435928	26.52	0.20
C. Shares held by Custodian for GDRs & ADRs									
	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	68984960	352354	69337314	100.00	69179847	338602	69518449	100.00	-

B) Shareholding of Promoter:

Sr.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding 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.	Jagmi Investments Limited	5175000	7.46	100.00	5175000	7.45	100.00	-0.01
2.	The Mehta International Limited	3750	0.01	100.00	3750	0.01	100.00	-
3.	The Arj Investment Limited	1773599	2.56	-	1773599	2.55	-	-0.01
4.	Samja Mauritius Limited	8000000	11.54	-	8000000	11.51	-	-0.03
5.	Sampson Limited	4000000	5.77	100.00	4000000	5.75	100.00	-0.02
6.	Pallor Trading Co. Pvt. Ltd.	25136	0.04	100.00	25136	0.04	100.00	-
7.	Sameta Export Pvt. Ltd.	123531	0.18	100.00	123531	0.18	100.00	-
8.	Villa Trading Co. Pvt. Ltd	13658167	19.70	73.22	13658167	19.65	73.22	-0.05
9.	Gujarat Sidhee Cement Limited	100	0.00	-	100	0.00	-	-
10.	Parsec Enterprises Private Limited	13538370	19.53	-	13538370	19.47	-	-0.06
11.	Mahendrabhai N Mehta	28480	0.04	-	28480	0.04	-	-
12.	Dhirendra N Mehta	44050	0.06	-	44050	0.06	-	-
13.	Hemang D Mehta	51534	0.07	-	51534	0.07	-	-
14.	Jay M Mehta	14630	0.02	-	14630	0.02	-	-
15.	Sunayanaben M Mehta	6000	0.01	-	6000	0.01	-	-
16.	Medhavini D Mehta	90634	0.13	-	90634	0.13	-	-
17.	Umade D Mehta	26000	0.04	-	26000	0.04	-	-
18.	Kamalakshi D Mehta	18400	0.03	-	18400	0.03	-	-
19.	Juhi Chawla Mehta	24650	0.04	-	24650	0.04	-	-
20.	Radha Mahendra Mehta	5100	0.01	-	5100	0.01	-	-
21.	Anisha Hemang Mehta	100	0.00	-	100	0.00	-	-
22.	Devika Hemang Mehta	100	0.00	-	100	0.00	-	-
23.	Nirmala Ranvir Khatau	12935	0.02	-	12935	0.02	-	-
24.	Sudhir Babulal Shah	168830	0.24	-	168830	0.24	-	-
25.	Jahnvi Jay Mehta	1656713	2.39	-	1656713	2.38	-	-0.01
26.	Arjun Jay Mehta	1656712	2.39	-	1656712	2.38	-	-0.01
27.	Promilla Khanna	650000	0.94	-	650000	0.94	-	-
28.	Subash Chandra Khanna	132880	0.19	-	130000	0.19	-	-
29.	Arja Shridhar	200000	0.29	-	200000	0.29	-	-
	TOTAL	51085401	73.68	-	51085401	73.48	-	-0.20

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

Sr. No	Name of the Shareholder	Date	Particulars	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	Subash Chandra Khanna	01/04/2019	At the beginning of the year	132880	0.19	132880	0.19
			Sold on 20-09-2019			-2880	0
			Shares held at the end of the year.			130000	0.19

D) Shareholding Pattern of top ten Shareholders:

(Other than Directors, Promoters and Holders of GDRs and ADRs):

Sr. No	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year 01/04/2019		Cumulative Shareholding during the Year 31/03/2020	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	Toro Managers Limited	2470000	3.56	2470000	3.55
2.	Sankul Retailers Pvt. Ltd	-	-	1489277	2.14
3.	Finquest Financial Solution Pvt. Ltd.	1095156	1.58	1302834	1.87
4.	Ruchit Bharat Patel	898191	1.30	278846	0.40
5.	Hardik B Patel	718997	1.04	116066	0.17
6.	Arun Nahar	610026	0.88	610026	0.88
7.	Runner Marketing Pvt. Ltd	600000	0.87	600000	0.86
8.	Vibgyor Investors & Developers Pvt. Ltd.	600000	0.87	600000	0.86
9.	Premji K. Ruparel	564430	0.81	564430	0.81
10.	Esma Industries Pvt. Limited	316288	0.46	316288	0.46
11.	Minal Bharat Patel	284487	0.41	94329	0.14
12.	Priti Premji Ruparel	257248	0.37	257248	0.37

The shares of the Company are traded on a regular basis hence date wise increase and decrease of shares is not indicated.

E) Shareholding of Directors and Key Managerial Personnel:

Sr. No	Name of the Shareholder	Date	Particulars	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	Mahendra N Mehta (Chairman)	1-Apr-2019	At the beginning of the year	28480	0.04	28480	0.04
		31-Mar-2020	At the end of the year			28480	0.04
2	Jay M Mehta (Executive Vice Chairman)	1-Apr-2019	At the beginning of the year	14630	0.02	14630	0.02
		31-Mar-2020	At the end of the year			14630	0.02
3	Hemang D Mehta (Director)	1-Apr-2019	At the beginning of the year	51534	0.07	51534	0.07
		31-Mar-2020	At the end of the year			51534	0.07
Key Managerial Personnel							
1	Mr. M. S. Gilotra (Managing Director)	1-Apr-2019	At the beginning of the year	40000	0.06	40000	0.06
			Shares Sold in June Quarter			-10000	0.01
			Shares issued on 9th August, 2019 as per ESOP Scheme ("Saurashtra Employee Stock Option Scheme 2017")			74165	0.11
		31-Mar-2020	At the end of the year			104165	0.15
2	Mr. Rakesh Mehta (Chief Financial Officer)	1-Apr-2019	At the beginning of the year	45690	0.06	45690	0.07
		31-Mar-2020	At the end of the year			45690	0.07
3	Mrs. Sonali Sanas (Sr. Vice President (Legal) & Co. Secretary)	1-Apr-2019	At the beginning of the year	10000	0.01	10000	0.01
			Shares issued on 9th August, 2019 as per ESOP Scheme ("Saurashtra Employee Stock Option Scheme 2017")			10000	0.01
			Shares Sold in December Quarter			-2965	0.00
		31-Mar-2020	At the end of the year			17035	0.02

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

(₹ In Lakhs)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	3,208.37	-	-	3,208.37
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	3,208.37	-	-	3,208.37
Change in Indebtedness during the financial year				
* Addition	610.39	-	-	610.39
* Reduction	(1,049.30)	-	-	(1,049.30)
Net Change	(438.91)	-	-	(438.91)
Indebtedness at the end of the financial year				
i) Principal Amount	2,769.46	-	-	2,769.46
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	2,769.46	-	-	2,769.46

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

Sr. No	Particulars of Remuneration	Name of MD/WTD/ Manager		Total Amount ₹ in lakhs
		Mr. Jay M. Mehta (Executive Vice Chairman) 1.4.2019 to 31-3-2020 (₹ In lakhs)	Mr. M. S. Gilotra (Managing Director) 1-4-2019 to 31-3-2020 (₹ In lakhs)	
1	Gross salary Salary as per Provisions contained in section 17(1) of the Income -tax Act, 1961	299.50	254.95	554.45
(b)	Value of perquisites u/s 17(2) Income-tax Act, 1961	0.40	0.40	0.80
(c)	Profits in lieu of salary under section 17(3) Income- tax Act, 1961	Nil	Nil	Nil
2	Stock Option*	Nil	18.24	18.24
3	Sweat Equity	Nil	Nil	Nil
4	Commission - as % of profit - others, specify	104.72 Nil	69.82 Nil	174.54 Nil
5	Others, please specify	Nil	Nil	Nil
	Total (A)	404.62	343.41	748.03
	Ceiling as per the Act**			

* This represents perquisite value of ESOP exercised during the year

** As per Part II of Schedule V of the Companies Act, 2013

B. Remuneration to other directors:

Sr. No	Particulars of Remuneration	Name of Directors								Total Amount ₹ Lakhs
		Mr. M.N. Rao	Mr. K. N. Bhandari	Mr. B. P. Deshmukh	Mr. Jayant Godbole	Mr. Bimal Thakkar	Mrs. Bhagyam Ramani	Mr. Ashwani Kumar	Mr. S.V.S. Raghavan	
1	Independent Directors									
	Fee for attending board committee meetings	8.10	8.10	4.45	3.95	7.05	7.20	4.35	2.00	45.20
	Commission	0	0	0	0	0	0	0	0	0
	Others, please specify	0	0	0	0	0	0	0	0	0
	Total (1)	8.10	8.10	4.45	3.95	7.05	7.20	4.35	2.00	45.20
2	Other Non-Executive Directors	Mr. M. N. Mehta	Mr. H.D. Mehta	Mr. Hemnabh Khatau						
	Fee for attending board committee meetings	3.25	3.25	3.25						9.75
	Commission	0	0	0						0
	Others, please specify	0	0	0						0
	Total (2)	3.25	3.25	3.25						9.75
Total (B)=(1+2)										54.95
Total Managerial Remuneration										54.95
Overall Ceiling as per the Act**										

** ₹ 1 lakh per Director per meeting attended.

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD:

Sr. No	Particulars of Remuneration	Key Managerial Personnel		
		Ms. Sonali Sanas Sr. Vice President (Legal) & Company Secretary (For 01/04/2019 to 31/03/2020) (₹ In lakhs)	Mr. Rakesh Mehta Chief Financial Officer (For 01/04/2019 to 31/03/2020) (₹ In lakhs)	Mr. Narendra Singh Director Works (For 01/04/2019 to 31/03/2020) (₹ In lakhs)
1	Gross salary			
(a)	Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	57.77	84.12	98.98
(b)	Value of perquisites u/s 17(2) Income-tax Act, 1961	0.40	0.40	1.44
(c)	Profits in lieu of salary under section 17(3) Income-tax Act, 1961	Nil	Nil	Nil
2	Stock Option*	2.36	Nil	10.23
3	Sweat Equity	Nil	Nil	Nil
4	Commission			
	- as % of profit	Nil	Nil	Nil
	others, specify	Nil	Nil	Nil
5	Others, please specify	Nil	Nil	Nil
	Total	60.53	84.52	110.65

* This represents perquisite value of ESOP exercised during the year

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