

FORM NO. MGT - 9
EXTRACT OF ANNUAL RETURN
as on the financial year ended on 31.03.2019
[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:

i)	CIN:	L45202PB2006PLC029968
ii)	Registration Date:	31st March, 2006
iii)	Name of the Company:	NAHAR CAPITAL AND FINANCIAL SERVICES LIMITED
iv)	Category / Sub-Category of the Company:	Company limited by shares/ Indian Non-Government Company
v)	Address of the Registered Office and contact details:	375, Industrial Area – A, Ludhiana – 141003 Tel. No. 0161-2665000 E-mail: secncfs@owmnahar.com
vi)	Whether listed company:	Yes
vii)	Name, address and contact details of Registrar and Transfer Agent, if any	M/s. Alankit Assignments Limited, Alankit House, 3/7, Jhandewalan Extension, New Delhi - 110055 Tel. No. 011-23541234 E-mail: info@alankit.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the Business Activities of the Company are stated below:

Sl. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the Company
1.	Investment/Financial Activities	6430	93.52
2.	Real Estate	6810	6.48

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.	NAHAR SPINNING MILLS LIMITED 373, Industrial Area – A, Ludhiana - 141003	L17115PB198 OPLC004341	ASSOCIATE	28.44	2(6)
2.	NAHAR POLY FILMS LIMITED 376, Industrial Area – A, Ludhiana - 141003	L17115PB198 8PLC008820	ASSOCIATE	49.16	2(6)

a) Mutual Funds	1600	-	1600	0.01	1600	-	1600	0.01	0.00
b) Banks/Fl	2574	1236	3810	0.03	1874	1236	3110	0.02	-0.01
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt.(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIs	-	500	500	0.00	-	500	500	0.00	0.00
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	4174	1736	5910	0.04	3474	1736	5210	0.03	-0.01
(2) Non-Institutions									
a) Bodies Corp.									
i. Indian	619214	2906	622120	3.71	610802	2866	613668	3.66	-0.05
ii. Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i. Individual shareholders holding nominal share capital upto Rs. 1 lakh	3004415	336399	3340814	19.95	2867009	284280	3151289	18.82	-1.13
ii. Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	686701	-	686701	4.10	761707	-	761707	4.55	0.45
c) Others (specify)									
i. NRI	212846	281	213127	1.27	212104	281	212385	1.27	0.00
ii. HUF	-	-	-	-	111773	-	111773	0.67	0.67

iii. *IEPF (MCA)	85490	-	85490	0.51	98130	-	98130	0.58	0.07
Sub-total (B) (2):-	46086 66	3395 86	49482 52	29.54	46615 25	28742 7	494895 2	29.55	0.01
Total Public Shareholding (B)=(B)(1)+(B) (2)	46128 40	3413 22	49541 62	29.58	46649 99	28916 3	495416 2	29.58	0.00
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	16404 845	3413 22	16746 167	100	16457 004	28916 3	167461 67	100	0.00

**The shares held by IEPF Authority on behalf of shareholders in respect of which dividend remained unpaid/unclaimed for a consecutive period of seven years.*

ii) Shareholding of Promoters

SI No.	Shareholder's Name	Shareholding held 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.	Ruchika Oswal	11555	0.07	-	11555	0.07	-	0.00
2.	Abhilash Oswal	16000	0.10	-	16000	0.10	-	0.00
3.	Monica Oswal	11520	0.07	-	11520	0.07	-	0.00
4.	Abhilash Growth Fund (P) Ltd.	24750	0.15	-	24750	0.15	-	0.00
5.	*Atam Vallabh Financiers Ltd.	56590	0.34	-	435583	2.60	-	2.26
6.	Bermuda Insurance Brokers (P) Ltd.	20450	0.12	-	20450	0.12	-	0.00
7.	*J L Growth Fund Ltd.	107516	0.64	-	703076	4.20	-	3.56
8.	*Kovalam Investment & Trading Co. Ltd.	371527	2.22	-	760195	4.54	-	2.32
9.	Monica Growth Fund (P) Ltd.	24080	0.14	-	24080	0.14	-	0.00
10.	Nagdevi Trading & Investment Co. Ltd.	641452	3.83	-	641452	3.83	-	0.00

11.	Nahar Poly Films Ltd.	6611632	39.48	-	6611632	39.48	-	0.00
12.	Nahar Growth Fund (P) Ltd.	182054	1.09	-	182054	1.09	-	0.00
13.	*Nahar Industrial Enterprises Ltd.	1363221	8.14	-	0	0.00	-	-8.14
14.	Neha Credit and Investment (P) Ltd.	30200	0.18	-	30200	0.18	-	0.00
15.	Oswal Woollen Mills Ltd.	1322173	7.90	-	1322173	7.90	-	0.00
16.	Ruchika Growth Fund (P) Ltd.	25050	0.15	-	25050	0.15	-	0.00
17.	Shankheshwar Holding Co. Ltd.	152425	0.91	-	152425	0.91	-	0.00
18.	Vanaik Investors Ltd.	179314	1.07	-	179314	1.07	-	0.00
19.	Vardhman Investments Ltd.	62640	0.37	-	62640	0.37	-	0.00
20.	Nahar Spinning Mills Ltd.	577856	3.45	-	577856	3.45	-	0.00
	Total	11792005	70.42	-	11792005	70.42	-	0.00

**Change in shareholding due to Inter-se transfer among the promoter group under Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011.*

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

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
	At the beginning of the year	11792005	70.42	11792005	70.42
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment/transfer/bonus/sweat equity etc.):	No Change during the year			
	At the end of the year	11792005	70.42	11792005	70.42

		159742	0.95	29.03.2019 31.03.2019	-200000	Sale	159742	
4.	IEPF, Ministry of Corporate Affairs	85490	0.51	01.04.2018 07.12.2018 21.12.2018 31.12.2018 11.01.2019 31.03.2019	2840 717 8992 91	Transfer Transfer Transfer Transfer	82402 85490	0.49 0.51
		98130	0.59					
5.	Garima Girish Puri	72100	0.43	01.04.2018 27.04.2018 11.05.2018 18.05.2018 25.05.2018 01.06.2018 08.06.2018 15.06.2018 11.09.2018 21.09.2018 05.10.2018 19.10.2018 29.03.2019 31.03.2019	89 1000 1000 500 1311 58 1542 30 50 560 -1050 -1000	Purchase Purchase Purchase Purchase Purchase Purchase Purchase Purchase Purchase Purchase Purchase Sale Sale	72189 73189 74189 74689 76000 76058 77600 77630 77680 78240 77190 76190	0.43 0.44 0.44 0.45 0.45 0.45 0.45 0.46 0.46 0.46 0.46 0.46 0.46 0.45
		76190	0.45					
6.	Vellaiappan Kumarappan	63957	0.38	01.04.2018 29.06.2018 11.09.2018 31.03.2019	50 2460	Purchase Purchase	64007 66467	0.38 0.40
		66467	0.40					
7.	Shanthi Agrofarms Global Services Pvt. Ltd. (name changed from Shanthi General Finance P Ltd.)	59219	0.35	01.04.2018		Nil movement during the year	59219	0.35
		59219	0.35	31.03.2019				
8.	P.C. Kannan	40410	0.24	01.04.2018 25.05.2018 15.06.2018 13.07.2018 03.08.2018 10.08.2018 17.08.2018 12.10.2018 02.11.2018 09.11.2018 07.12.2018 31.03.2019	2000 1258 1500 235 2697 5746 1000 579 2000 1008	Purchase Purchase Purchase Purchase Purchase Purchase Purchase Purchase Purchase Purchase Purchase	42410 43668 45168 45403 48100 53846 54846 55425 57425 58433	0.25 0.26 0.27 0.27 0.29 0.32 0.33 0.33 0.34 0.35
		58433	0.35					
9.	Parash Kumar Jain	38984	0.23	01.04.2018 06.04.2018 10.08.2018 17.08.2018 16.11.2018 01.02.2019 31.03.2019	1503 -365 14779 -1 500	Purchase Sale Purchase Sale Purchase	40487 40122 54901 54900 55400	0.24 0.24 0.33 0.33 0.33
		55400	0.33					
10.	Lachman Kishan Chand	49998	0.30	01.04.2018		Nil movement during the year	49998	0.30
		49998	0.30	31.03.2019				

11.	Neerav Girish Puri#	43000	0.26	01.04.2018		Nil moveme nt during the year	43000	0.26
		43000	0.26	31.03.2019				
12.	Girishchandra Balkrishan Puri#	73649	0.44	01.04.2018				
				20.04.2018	1531	Purchase	75180	0.45
				27.04.2018	58	Purchase	75238	0.45
				11.05.2018	1010	Purchase	76248	0.46
				01.06.2018	6304	Purchase	82552	0.49
				08.06.2018	448	Purchase	83000	0.50
				27.07.2018	295	Purchase	83295	0.50
				03.08.2018	2705	Purchase	86000	0.51
				10.08.2018	1200	Purchase	87200	0.52
				11.09.2018	-915	Sale	86285	0.52
				21.09.2018	2487	Purchase	88772	0.53
				28.09.2018	-362	Sale	88410	0.53
				05.10.2018	240	Purchase	88650	0.53
				12.10.2018	-201	Sale	88449	0.53
				19.10.2018	-328	Sale	88121	0.53
				09.11.2018	-1700	Sale	86421	0.52
				16.11.2018	-5000	Sale	81421	0.49
				07.12.2018	-15364	Sale	66057	0.39
				21.12.2018	-7616	Sale	58441	0.35
				31.12.2018	-20724	Sale	37717	0.23
				04.01.2019	-5332	Sale	32385	0.19
				25.01.2019	-1741	Sale	30644	0.18
				01.02.2019	-5028	Sale	25616	0.15
				08.02.2019	-2377	Sale	23239	0.14
				22.02.2019	-3699	Sale	19540	0.12
				01.03.2019	-1514	Sale	18026	0.11
				08.03.2019	-199	Sale	17827	0.11
				15.03.2019	-13024	Sale	4803	0.03
				29.03.2019	-4803	Sale	0	0.00
		0	0.00	31.03.2019				

* Not in the list of Top 10 shareholders as on 01-04-2018. The same has been reflected above since the shareholder was one of the Top 10 shareholders as on 31-03-2019.

Ceased to be in the list of Top 10 shareholders as on 31-03-2019. The same is reflected above since the shareholder was one of the Top 10 shareholders as on 01-04-2018.

v) Shareholding of Directors and Key Managerial Personnel

SI. No.	For Each of the Directors	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
	At the beginning of the year	None of the Director hold shares in the Company			
	Date wise Increase/Decrease in shareholding during the year specifying the reasons for				

	increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc):	
	At the end of the year	

Sl. No.	For Each of the KMP	Shareholding at the beginning of the year (01.04.2018)/ end of the year (31.03.2019)		Date wise Increase/Decrease in Shareholding during the year			Cumulative Shareholding during the year (01.04.2018 to 31.03.2019)	
		No. of Shares	% of total shares of the Company	Date	Increase/Decrease	Reason	No. of Shares	% of total shares of the Company
1.	Mr. Dinesh Oswal Managing Director	Nil	Nil	01.04.2018	Nil	Nil Holding during the year	Nil	Nil
		Nil	Nil	31.03.2019				
2.	Mr. Hans Raj Kapoor Chief Financial Officer	250	0.002	01.04.2018		Purchase Purchase Purchase Sale Sale Purchase Purchase	450	0.003
				03.05.2018	200		499	0.003
				14.05.2018	49		650	0.004
				15.05.2018	151		550	0.003
				09.08.2018	-100		450	0.003
				10.08.2018	-100		538	0.003
				21.09.2018	88		650	0.004
				24.09.2019	112			
		650	0.004	31.03.2019				
3.	Mrs. Anjali Modgil Company Secretary	Nil	Nil	01.04.2018	Nil	Nil Holding during the year	Nil	Nil
		Nil	Nil	31.03.2019				

V. INDEBTEDNESS

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

(Rs. in Lakhs)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	1425.82	1000.00	0.00	2425.82
ii) Interest due but not paid	0.00	1.37	0.00	1.37
iii) Interest accrued but not due	0.00	0.00	0.00	0.00
Total (i+ii+iii)	1425.82	1001.37	0.00	2427.19

Change in Indebtedness during the financial year				
• Addition	0.00	0.00	0.00	0.00
• Reduction	0.00	0.00	0.00	0.00
Net Change	0.00	0.00	0.00	0.00
Indebtedness at the end of the financial year				
i) Principal Amount	496.10	0.00	0.00	496.10
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)	496.10	0.00	0.00	496.10

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole Time Director and/or Manager:

(Amount in Rs.)

SI. No.	Particulars of Remuneration	Name of MD/WTD/Manager	Total Amount
		Mr. Dinesh Oswal Managing Director*	
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) of Income Tax Act, 1961 (c) Profits in lieu of salary under section 17(3) of Income Tax Act, 1961	2,70,00,000.00	2,70,00,000.00
2.	Stock Option	-	-
3.	Sweat Equity	-	-
4.	Commission - As % of profit - Others, specify....	- - -	- - -
5.	Others, please specify	-	-
	Total (A)	2,70,00,000.00	2,70,00,000.00
	Ceiling as per the Act	5% of the Net Profits i.e. Rs. 88.20 Lakhs	

*Mr. Dinesh Oswal, Managing Director, has been paid remuneration as approved by the Central Government vide its letter no. SRN G41287038/2017-CL.VII dated 26th December, 2017.

B. Remuneration to other Directors:**1. Independent Directors****(Amount in Rs.)**

Sl. No.	Particulars of Remuneration	Name of Directors					Total Amount
		Prof. K.S. Maini	Dr. S.K. Singla	Dr. A.S. Sohi	Dr. Manisha Gupta	Dr. Vijay Asdhir	
	• Fee for attending Board/Committee Meetings	20000.00	30000.00	30000.00	40000.00	40000.00	160000.00
	• Commission	-	-	-	-	-	
	• Others, please specify	-	-	-	-	-	
	Total (1)	20000.00	30000.00	30000.00	40000.00	40000.00	160000.00

2. Other Non-Executive Directors**(Amount in Rs.)**

Sr. No.	Particulars of Remuneration	Name of Directors				Total Amount
		Mr. J.L. Oswal	Mr. Kamal Oswal	Mr. Dinesh Gogna	Mr. S.K. Sharma	
	• Fee for attending Board / Committee Meetings	40000.00	40000.00	40000.00	40000.00	160000.00
	• Commission	-	-	-	-	-
	• Others, please specify	-	-	-	-	-
	Total (2)	40000.00	40000.00	40000.00	40000.00	160000.00
	Total (B) = (1+2)					320000.00
	Total Managerial Remuneration					27320000.00
	Overall Ceiling as per the Act	11% of the Net Profits i.e. Rs. 194.05 Lakhs				

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD**(Amount in Rs.)**

Sr. No.	Particulars of Remuneration	Key Managerial Personnel		Total
		Mr. H.R. Kapoor Chief Financial Officer	Mrs. Anjali Modgil Company Secretary	
1.	Gross Salary (a) Salary as per provisions contained in Section 17 (1) of the Income Tax Act, 1961	1590405.00	398251.00	1988656.00

	(b) Value of perquisites u/s 17 (2) of Income Tax Act, 1961	63494.00	9080.00	72574.00
	(c) Profits in lieu of salary under Section 17(3) of Income Tax Act, 1961	-	-	-
2.	Stock Option	-	-	-
3.	Sweat Equity	-	-	-
4.	Commission			
	- As % of profit	-	-	-
	- Others, specify	-	-	-
5.	Others, please specify	-	-	-
	Total	1653899.00	407331.00	2061230.00

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-PUNISHMENT-COMPOUNDING: NONE					
B. DIRECTORS: PENALTY-PUNISHMENT-COMPOUNDING: NONE					
C. OTHER OFFICERS IN DEFAULT: PENALTY-PUNISHMENT-COMPOUNDING: NONE					

FOR AND ON BEHALF OF THE BOARD

**PLACE: LUDHIANA
DATED: 13TH AUGUST, 2019**

**JAWAHAR LAL OSWAL
(CHAIRMAN)
(DIN: 00463866)**