

ANNEXURE 2

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|--|
| 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:

| | | |
|-----|---|---|
| i | CIN | L51909MH1983PLC166605 |
| ii | Registration Date | 24/01/1983 |
| iii | Name of the Company | Saraswati Commercial (India) Limited |
| iv | Category/Sub-category of the Company | Company Limited by Shares / Indian Non-Government Company |
| v | Address of the Registered office & contact details | 209-210, Arcadia Building, 2nd Floor, 195, Nariman Point, Mumbai - 400021 Phone: 022 40198600 / Fax: 022 40198650 |
| vi | Whether listed company | YES |
| vii | Name , Address & contact details of the Registrar & Transfer Agent, if any. | M/s. TSR Darashaw Consultatnts Private Limited (Formerly known as TSR Darashaw Limited) 6-10, Haji Moosa Patrawala Industrial Estate, 20, Dr. E. Moses Road, Mahalaxmi, Mumbai - 400011 Tel: 022 66178581/ 66178408, Fax 022 6656 8494 |

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of the company :

| SL No | Name & Description of main products/services | NIC Code of the Product /service | % to total turnover of the company |
|-------|---|----------------------------------|------------------------------------|
| 1 | Investment, trading in shares and securities and lending activities | 6499 | 100% |

III PARTICULARS OF HOLDING , SUBSIDIARY & ASSOCIATE COMPANIES

| SI No | Name & Address of the Company | CIN/GLN | Holding Subsidiary / Associate | % of Shares Held | Applicable Section |
|-------|---|-----------------------|--------------------------------|------------------|--------------------------------------|
| 1 | Arkaya Commercial Private Limited 209-210, Arcadia Building, 2nd Floor, 195, Nariman Point, Mumbai - 400021 | U65999MH1994PTC295909 | Subsidiary Company | 61.83 | 2(87)(ii) of the Companies Act, 2013 |
| 2 | Sareshwar Trading and Finance Private Limited 209-210, Arcadia Building, 2nd Floor, 195, Nariman Point, Mumbai - 400021 | U51900MH1996PTC096829 | Subsidiary Company | 60.77 | 2(87)(ii) of the Companies Act, 2013 |

| | | | | | |
|---|--|-----------------------|----------------------|-------|---------------------------------------|
| 3 | Arcies Laboratories Limited 19, Western India House, 2nd Floor, Sir P.M Road, Fort, Mumbai 400 001 | U24200MH1945PLC004429 | Associate Company | 31.03 | 2(6) of the Companies Act, 2013 |
|---|--|-----------------------|----------------------|-------|---------------------------------------|

IV SHAREHOLDING PATTERN (EQUITY SHARE CAPITAL BREAKUP AS % 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) | Promoter | | | | | | | | | |
| (1) | Indian | | | | | | | | | |
| (a) | Individuals / Hindu Undivided Family | 2,92,268 | 0 | 2,92,268 | 29.20 | 2,92,268 | 0 | 2,92,268 | 29.20 | 0.00 |
| (b) | Central Government / State Governments(s) | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0.00 |
| (c) | Bodies Corporate | 4,23,682 | 0 | 4,23,682 | 42.33 | 4,23,682 | 0 | 4,23,682 | 42.33 | 0.00 |
| (d) | Financial Institutions / Banks | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0.00 |
| (e) | Any Other (specify) | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0.00 |
| | Sub-Total (A) (1) | 7,15,950 | 0 | 7,15,950 | 71.53 | 7,15,950 | 0 | 7,15,950 | 71.53 | 0.00 |
| (2) | Foreign | | | | | | | | | |
| (a) | Individuals (Non-Resident Individuals / Foreign Individuals) | 22,000 | 0 | 22,000 | 2.20 | 22,000 | 0 | 22,000 | 2.20 | 0.00 |
| (b) | Bodies Corporate | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0.00 |
| (c) | Institution | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0.00 |
| (d) | Qualified Foreign Investor | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0.00 |
| (e) | Any Other (specify) | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0.00 |
| | Sub-Total (A) (2) | 22,000 | 0 | 22,000 | 2.20 | 22,000 | 0 | 22,000 | 2.20 | 0.00 |

| | | | | | | | | | | |
|--|--|-----------------|---------------|------------------|---------------|-----------------|---------------|------------------|---------------|-------------|
| | nominal share capital upto Rs. 1 lakh | 35,786 | 24,608 | 60,394 | 6.03 | 41,392 | 18,912 | 60,304 | 6.02 | -0.01 |
| ii | Individual shareholders holding nominal share capital in excess of Rs. 1 lakh | 41,050 | 0 | 41,050 | 4.10 | 41,050 | 0 | 41,050 | 4.10 | 0.00 |
| (c) | Any Other (specify) | | | | | | | | | |
| i | Non Resident Indians (NRIs) | 346 | 0 | 346 | 0.03 | 321 | 0 | 321 | 0.03 | 0.00 |
| ii | HUF | 1,431 | 0 | 1,431 | 0.14 | 1,414 | 0 | 1,414 | 0.14 | 0.00 |
| iii | Clearing Members | 107 | 0 | 107 | 0.01 | 329 | 0 | 329 | 0.03 | 0.00 |
| Sub-total (B) (2) | | 1,91,282 | 71,696 | 2,62,978 | 26.27 | 1,96,978 | 66,000 | 2,62,978 | 26.27 | 0.00 |
| Total Public Shareholding (B) = (B)(1)+(B)(2) | | 1,91,282 | 71,696 | 2,62,978 | 26.27 | 1,96,978 | 66,000 | 2,62,978 | 26.27 | 0.00 |
| TOTAL (A)+(B) | | 9,29,232 | 71,696 | 10,00,928 | 100.00 | 9,34,928 | 66,000 | 10,00,928 | 100.00 | 0.00 |
| (C) | Shares held by Custodians and against which Depository Receipts have been issued | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0.00 |
| GRAND TOTAL (A)+(B)+(C) | | 9,29,232 | 71,696 | 10,00,928 | 100.00 | 9,34,928 | 66,000 | 10,00,928 | 100.00 | 0.00 |

ii) Share Holding of Promoters

| Sr. No. | Shareholder's Name | Shareholding at the beginning of the year 01.04.2019 | Shareholding at the end of the year 31.03.2020 | % change in shareholding |
|---------|--------------------|--|--|--------------------------|
|---------|--------------------|--|--|--------------------------|

| | | 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 | during the year |
|----|---|-----------------|----------------------------------|---|-----------------|----------------------------------|---|-----------------|
| 1 | Ashwin Kumar Kothari | 61081 | 6.10 | 0 | 61081 | 6.10 | 0 | 0.00 |
| 2 | Ashwin Kumar Kothari (smaller)(HUF) | 59366 | 5.93 | 0 | 59366 | 5.93 | 0 | 0.00 |
| 3 | Ashwin Kumar Kothari (HUF) | 59343 | 5.93 | 0 | 59343 | 5.93 | 0 | 0.00 |
| 4 | Panna Lal C Kothari Huf | 50979 | 5.09 | 0 | 50979 | 5.09 | 0 | 0.00 |
| 5 | Rohit Kothari | 42141 | 4.21 | 0 | 42141 | 4.21 | 0 | 0.00 |
| 6 | Meena A Kothari | 19347 | 1.93 | 0 | 19347 | 1.93 | 0 | 0.00 |
| 7 | Harisingh Shyamsukha | 11 | 0.00 | 0 | 11 | 0.00 | 0 | 0.00 |
| 8 | Niyati Mehta | 22000 | 2.20 | 0 | 22000 | 2.20 | 0 | 0.00 |
| 9 | Winro Commercial (India) Limited | 177584 | 17.74 | 0 | 177584 | 17.74 | 0 | 0.00 |
| 10 | Four Dimensions Securities (India) Limited | 205787 | 20.56 | 0 | 205787 | 20.56 | 0 | 0.00 |
| 11 | Four Dimensions Commodities Private Limited | 31000 | 3.10 | 0 | 31000 | 3.10 | 0 | 0.00 |
| 12 | Sam-Jag-Deep Investments Private Limited | 1450 | 0.14 | 0 | 1450 | 0.14 | 0 | 0.00 |
| 13 | Singularity Holdings Limited (Formerly known as Geecee Investments Limited) | 7861 | 0.79 | 0 | 7861 | 0.79 | 0 | 0.00 |
| | | 7,37,950 | 73.73 | 0 | 7,37,950 | 73.73 | 0 | 0.00 |

iii) Change in Promoter's Shareholding

| Serial no | Particulars | Shareholding at the beginning of the year i.e. 01.04.2019 | | Cummulative Shareholding during the year i.e. 31.03.2020 | |
|-----------|--|---|----------------------------------|--|----------------------------------|
| | | No. of Shares | % of total Shares of the company | No. of Shares | % of total Shares of the company |
| | At the beginning of the year | THERE IS NO CHANGE IN PROMOTER HOLDING | | | |
| | Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat/equity etc): | | | | |
| | At the End of the year | | | | |

iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters & Holders of GDRs and ADRs)

| Sr.No. | Name of the Shareholder | Date | No of Shares | % of total shares of the Company | Cumulative Shares during the year | % of total shares of the Company during the year |
|--------|--|------------|--------------|----------------------------------|-----------------------------------|--|
| 1 | Ageless Capital And Finance Private Limited | | | | | |
| | At the beginning of the year | 01.04.2019 | 0 | 0.00 | 0 | 0.0 |
| | Increase | 20.12.2019 | 63930 | 6.39 | 63930 | 6.3 |
| | At the end of the year | 31.03.2020 | | | 63930 | 6.3 |
| 2 | Kamal Visaria | | | | | |
| | At the beginning of the year | 01.04.2019 | 20,000 | 2.00 | 20,000 | 2.0 |
| | At the end of the year | 31.03.2020 | | | 20,000 | 2.0 |
| 3 | Luv Kush Projects Limited | | | | | |
| | At the beginning of the year | 01.04.2019 | 20,000 | 2.00 | 20,000 | 2.0 |
| | At the end of the year | 31.03.2020 | | | 20,000 | 2.0 |
| 4 | Marco Private Limited | | | | | |
| | At the beginning of the year | 01.04.2019 | 19,136 | 1.91 | 19,136 | 1.9 |
| | At the end of the year | 31.03.2019 | | | 19,136 | 1.9 |
| 5 | Panchmukhi Properties Limited | | | | | |
| | At the beginning of the year | 01.04.2019 | 12,000 | 1.20 | 12,000 | 1.2 |
| | At the end of the year | 31.03.2020 | | | 12,000 | 1.2 |

| | | | | | | |
|----|--|------------|---------|-------|--------|-----|
| 6 | Akash Bhanshali | | | | | |
| | At the beginning of the year | 01.04.2019 | 10,525 | 1.05 | 10,525 | 1.0 |
| | At the end of the year | 31.03.2020 | | | 10,525 | 1.0 |
| 7 | Lata Bhanshali | | | | | |
| | At the beginning of the year | 01.04.2019 | 10,525 | 1.05 | 10,525 | 1.0 |
| | At the end of the year | 31.03.2020 | | | 10,525 | 1.0 |
| 8 | Bihariji Commercial Limited | | | | | |
| | At the beginning of the year | 01.04.2019 | 10,000 | 1.00 | 10,000 | 1.0 |
| | At the end of the year | 31.03.2020 | | | 10,000 | 1.0 |
| 9 | Ananta Jewels Private Limited | | | | | |
| | At the beginning of the year | 01.04.2019 | 9,006 | 0.90 | 9,006 | 0.9 |
| | At the end of the year | 31.03.2020 | | | 9,006 | 0.9 |
| 10 | Associated Non-Ferrous Metals Pvt Ltd | | | | | |
| | At the beginning of the year | 01.04.2019 | 8,133 | 0.81 | 8,133 | 0.8 |
| | At the end of the year | 31.03.2020 | | | 8,133 | 0.8 |
| 11 | Angular Trading Pvt Ltd | | | | | |
| | At the beginning of the year | 01.04.2019 | 31,966 | 3.19 | 0 | 0.0 |
| | Decrease | 20.12.2019 | -31966 | -3.19 | 0 | 0.0 |
| | At the end of the year | 31.03.2020 | 0 | 0.00 | | |
| 12 | G R N Finsec Private Limited | | | | | |
| | At the beginning of the year | 01.04.2019 | 31,964 | 3.19 | 31,964 | 3.1 |
| | Decrease | 20.12.2019 | -31,964 | -3.19 | 0 | 0.0 |
| | At the end of the year | 31.03.2020 | 0 | 0.00 | | |

(v) Shareholding of Directors & Key Managerial Personnel

| Sr. No. | For Each of the Directors & KMP | 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 | 0 | 0.00 | 0 | 0.00 |
| | Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc) | 0 | 0.00 | 0 | 0.00 |
| | At the end of the year | 0 | 0.00 | 0 | 0.00 |

Note: None of the Director or Key Managerial Personnel holds any share in the Company.

V INDEBTEDNESS:

(Rs. in Lakhs)

| Indebtedness of the Company including interest outstanding/accrued but not due for payment | | | | |
|---|---|------------------------|-----------------|---------------------------|
| Particulars | Secured Loans excluding deposits | Unsecured Loans | Deposits | Total Indebtedness |
| Indebtedness at the beginning of the financial year | | | | |
| i) Principal Amount | - | 48.00 | - | 48.00 |
| ii) Interest due but not paid | - | - | - | - |
| iii) Interest accrued but not due | - | 1.57 | - | 1.57 |
| Total (i+ii+iii) | - | 49.57 | - | 49.57 |
| Change in Indebtedness during the financial year | | | | |
| Additions | - | 3155.07 | - | 3155.07 |
| Reduction | - | (2203.07) | - | (2203.07) |
| Net Change | - | 952.00 | - | 952.00 |
| Indebtedness at the end of the financial year | | | | |
| i) Principal Amount | - | 1,000.00 | - | 1,000.00 |
| ii) Interest due but not paid | - | - | - | - |
| iii) Interest accrued but not due | - | 4.03 | - | 4.03 |
| Total (i+ii+iii) | - | 1,004.03 | - | 1,004.03 |

VI REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole time director and/or Manager: Not Applicable

| Sr. No. | Particulars of Remuneration | Name of the MD/WTD/Manager | | Total Amount |
|----------------|------------------------------------|-----------------------------------|--|---------------------|
| 1 | Gross salary | | | |

| | | | | |
|---|--|----------------|---|---|
| | (a) Salary as per provisions contained in section 17(1) of the Income Tax. 1961. | - | - | - |
| | (b) Value of perquisites u/s 17(2) of the Income tax Act, 1961 | - | - | - |
| | (c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961 | - | - | - |
| 2 | Stock option | - | - | - |
| 3 | Sweat Equity | - | - | - |
| 4 | Commission | - | - | - |
| | as % of profit | - | - | - |
| | others (specify) | - | - | - |
| 5 | Others, please specify | - | - | - |
| | Total (A) | - | - | - |
| | Ceiling as per the Act | Not Applicable | | |

B. Remuneration to Other Directors:

(Rs. in Lakhs)

| Sr. No. | Particulars of Remuneration | Name of the Directors | | Total Amount (in Rs.) |
|---------|--|--|-------------|-----------------------|
| | | Babita Thakar | Ketan Desai | |
| 1 | Independent Directors | | | |
| | (a) Fee for attending board and committee meetings | 0.19 | 0.14 | 0.32 |
| | (b) Commission | - | - | - |
| | (c) Others, please specify | - | - | - |
| | Total (1) | 0.19 | 0.14 | 0.33 |
| 2 | Other Non Executive Directors | - | - | - |
| | (a) Fee for attending board committee meetings | - | - | - |
| | (b) Commission | - | - | - |
| | (c) Others, please specify. | - | - | - |
| | Total (2) | - | - | - |
| | Total (B)=(1+2) | 0.19 | 0.14 | 0.33 |
| | Total Managerial Remuneration (A+B) (Within the limits of Companies Act, 2013.) | 0.19 | 0.14 | 0.33 |
| | Overall Ceiling as per the Act | Sitting Fees paid to Directors shall not exceed Rs. 1 lac per Board Meeting or committee meeting | | |

C. Remuneration to Key Managerial Personnel other than MD / Manager / WTD

(Rs. in Lakhs)

| Sr. No. | Particulars of Remuneration | Key Managerial Personnel | | | Total |
|---------|-----------------------------|--------------------------|-------------------------------------|-----------------------|-------|
| | | Rajiv Pathak CEO | Avani Sanghavi Company Secretary | Vaishali Dhuri CFO | |
| 1 | Gross Salary | | | | |

| | | | | | | |
|--------------|--|---------------------------|--------------|-------------|-------------|--------------|
| | (a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961. | | 34.85 | 7.33 | 8.78 | 50.96 |
| | (b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961 | | - | - | - | - |
| | (c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961 | | - | - | - | - |
| 2 | Stock Option | | - | - | - | - |
| 3 | Sweat Equity | | - | - | - | - |
| 4 | Commission | | - | - | - | - |
| | as % of profit | | - | - | - | - |
| | others, specify | | - | - | - | - |
| 5 | Others, please specify | Conveyance Reimbursement | - | 0.04 | 0.11 | 0.15 |
| | | Telephone Reimbursement | - | 0.10 | 0.10 | 0.20 |
| | | Medical Insurance Premium | 0.64 | - | 0.28 | 0.92 |
| | | Petrol Reimbursement | 0.52 | 0.54 | 0.36 | 1.42 |
| Total | | | 36.02 | 8.01 | 9.63 | 53.66 |

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 | - | - | - | - | - |
| B. DIRECTORS | | | | | |
| Penalty | - | - | - | - | - |
| Punishment | - | - | - | - | - |
| Compounding | - | - | - | - | - |
| C. OTHER OFFICERS IN DEFAULT | | | | | |
| Penalty | - | - | - | - | - |
| Punishment | - | - | - | - | - |

| | | | | | |
|-------------|---|---|---|---|---|
| Compounding | - | - | - | - | - |
|-------------|---|---|---|---|---|

Date:11.11.2020
Place: Mumbai

For and on behalf of the Board of Directors

Ritesh Zaveri
Chairman
DIN: 00054741