

FORM MGT 9 - EXTRACT OF ANNUAL RETURN

"ANNEXURE - A" TO DIRECTORS' REPORT

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

Financial Year ended on 31/03/2018

(f) REGISTRATION AND OTHER DETAILS:

(i)	CIN	U28910GJ2003PTC041991
(ii)	Registration date	13 <sup>th</sup> FEBRUARY, 2003
(iii)	Name of the Company	ROLEX RINGS PRIVATE 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	<p><b>Address of Registered Office:</b> B/h. Glowtech Private Limited Gondal Road, Kotharia Rajkot - 360004 Gujarat</p> <p><b>Contact Details:</b> Phone: 0281-6699577. E-Mail Id: <a href="mailto:compliance@rolexrings.com">compliance@rolexrings.com</a> Website: <a href="http://www.rolexrings.com">www.rolexrings.com</a></p>
(vi)	Whether Listed Company? Yes / No	No
(vii)	Name, address and contact details of Registrar and Share Transfer Agent.	NA

*M. K. M. M.*

FORM MGT 9 - EXTRACT OF ANNUAL RETURN

(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:

Sr. No.	Name & Description of main products/services	NIC Code of the Product /service	% to total turnover of the company
1	Forged and Machined Rings	2814- Manufacture of bearings, gears, gearing and driving elements	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	NONE				

*Mand...*

FORM MGT 9 - EXTRACT OF ANNUAL RETURN

(IV) SHAREHOLDING PATTERN: (Equity Share capital Break up as % to total Equity)

(i) Category - wise share holding:

Sr. No.	Category of Shareholders	No of Shares held at the beginning of the year 01.04.2017				No of Shares held at the end of the year 31.03.2018				% Change during the year
		Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
<b>A</b>	<b>PROMOTERS</b>									
(1)	Indian									
(a)	Individual/HUF	---	13,066,667	13,066,667	54.49%	---	13,066,667	13,066,667	54.49%	
(b)	Central Govt.	---	---	---	---	---	---	---	---	
(c)	State Govt.(s)	---	---	---	---	---	---	---	---	
(d)	Bodies Corp.	---	---	---	---	---	---	---	---	
(e)	Banks/FIs	---	---	---	---	---	---	---	---	
(f)	Any Other	---	---	---	---	---	---	---	---	
	Sub - Total (A) (1)	---	13,066,667	13,066,667	54.49%	---	13,066,667	13,066,667	54.49%	
(2)	Foreign									
(a)	NRI - Individuals	---	---	---	---	---	---	---	---	
(b)	Other -Individuals	---	---	---	---	---	---	---	---	
(c)	Bodies Corp.	---	---	---	---	---	---	---	---	
(d)	Banks/FI	---	---	---	---	---	---	---	---	
(e)	Any Other	---	---	---	---	---	---	---	---	
	Sub - Total (A) (2)	---	---	---	---	---	---	---	---	
	TOTAL Shareholding of Promoter (A) = (A) (1) + (A) (2)	---	13,066,667	13,066,667	54.49%	---	13,066,667	13,066,667	54.49%	
<b>B</b>	<b>PUBLIC SHAREHOLDING</b>									
1	Institutions									
(a)	Mutual Funds	---	---	---	---	---	---	---	---	
(b)	Banks/FI	---	---	---	---	---	---	---	---	
(c)	Central Govt.	---	---	---	---	---	---	---	---	
(d)	State Govt.	---	---	---	---	---	---	---	---	
(e)	Venture Capital Funds	---	---	---	---	---	---	---	---	
(f)	Insurance Companies	---	---	---	---	---	---	---	---	
(g)	FIs	---	---	---	---	---	---	---	---	
(h)	Foreign Venture Capital Funds	---	---	---	---	---	---	---	---	
(i)	Others (Specify)	---	---	---	---	---	---	---	---	
(j)	Sub - Total (B)	---	---	---	---	---	---	---	---	
2	Non-Institutions									

*Mohit*

FORM MGT 9 - EXTRACT OF ANNUAL RETURN

(a)	Bodies Corporate	---	---	---	---	---	---	---	---	---
(i)	Indian	---	---	---	---	---	---	---	---	---
(ii)	Overseas	10,914,423	---	10,914,423	45.51%	10,914,423	---	10,914,423	45.51%	---

*Manday*

FORM MGT 9 - EXTRACT OF ANNUAL RETURN

Continue from previous page....

Sr. No.	Category of Shareholders	No of Shares held at the beginning of the year 01.04.2017				No of Shares held at the end of the year 31.03.2018				% Change during the year
		Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
(b)	<b>Individuals</b>									
(i)	Individual shareholders holding nominal share capital upto Rs.1 Lakh	---	---	---	---	---	---	---	---	---
(ii)	Individual shareholders holding nominal share capital in excess of Rs. 1 Lakh.	---	---	---	---	---	---	---	---	---
(c)	Others (specify)	---	---	---	---	---	---	---	---	---
	Sub-total(B) (2)									
	Total Public shareholding (B)=B(1)+B(2)	---	---	---	---	---	---	---	---	---
C	Shares held by Custodian for ADRs and GDRs.	---	---	---	---	---	---	---	---	---
	<b>GRAND TOTAL</b>	10,914,423	13066667	23,981,090	100%	10,914,423	13066667	23,981,090	100%	---

*Handwritten signature*

FORM MGT 9 - EXTRACT OF ANNUAL RETURN

(ii) Shareholding of Promoters:

Sr. No.	Shareholder's name	Shareholding at the beginning of the year 01.04.2017			Shareholding at the end of the year 31.03.2018			% Change
		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	Rupesh D. Madeka	2,090,667	8.72%	---	2,090,667	8.72%	---	---
2	Jiten D. Madeka	2,090,667	8.72%	---	2,090,667	8.72%	---	---
3	Ashok D. Madeka	1,306,667	5.45%	---	1,306,667	5.45%	---	---
4	Manesh D. Madeka	2,090,667	8.72%	---	2,090,667	8.72%	---	---
5	Pinakin D. Madeka	2,221,333	9.26%	---	2,221,333	9.26%	---	---
6	Bhautik D. Madeka	1,437,333	5.99%	---	1,437,333	5.99%	---	---
7	Paresh D. Madeka	2,61,333	1.11%	---	2,61,333	1.11%	---	---
8	Mihir R. Madeka	3,92,000	1.63%	---	3,92,000	1.63%	---	---
9	Hemal P. Madeka	3,92,000	1.63%	---	3,92,000	1.63%	---	---
10	Sanjay Bole	3,92,000	1.63%	---	3,92,000	1.63%	---	---
11	Bharat J. Madeka	3,92,000	1.63%	---	3,92,000	1.63%	---	---
<b>GRAND TOTAL</b>		<b>13,066,667</b>	<b>54.49%</b>	<b>---</b>	<b>13,066,667</b>	<b>54.49%</b>	<b>---</b>	<b>---</b>

*M. Madeka*



FORM MGT 9 - EXTRACT OF ANNUAL RETURN

(iii) Change in Promoter's Shareholding:

Sr. No	Particulars	Shareholding at the beginning of the year 01.04.2017			Increasing Decreasing in Share holding	Reason	Cumulative Shareholding during the year 31.03.2018	
		No. of Shares	% of total shares of Company	Date			No. of Shares	% of total shares of the Company
1	Rupesh D. Madeka	2,090,667	8.72%	---	---	N.A	2,090,667	8.72%
2	Jiten D. Madeka	2,090,667	8.72%	---	---	N.A	2,090,667	8.72%
3	Ashok D. Madeka	1,306,667	5.45%	---	---	N.A	1,306,667	5.45%
4	Manesh D. Madeka	2,090,667	8.72%	---	---	N.A	2,090,667	8.72%
5	Pinakin D. Madeka	2,221,333	9.26%	---	---	N.A	2,221,333	9.26%
6	Bhautik D. Madeka	1,437,333	5.99%	---	---	N.A	1,437,333	5.99%
7	Pareesh D. Madeka	2,61,333	1.11%	---	---	N.A	2,61,333	1.11%
8	Mihir R. Madeka	3,92,000	1.63%	---	---	N.A	3,92,000	1.63%
9	Hemal P. Madeka	3,92,000	1.63%	---	---	N.A	3,92,000	1.63%
10	Sanjay Bole	3,92,000	1.63%	---	---	N.A	3,92,000	1.63%
11	Bharat J. Madeka	3,92,000	1.63%	---	---	N.A	3,92,000	1.63%

*Madeka*

FORM MGT 9 - EXTRACT OF ANNUAL RETURN

(iv) Shareholding Pattern of top ten shareholders:

Sr. No	Particulars	Shareholding at the beginning of the year 01.04.2017			Increasing Decreasing in Share holding	Reason	Cumulative Shareholding during the year 31.03.2018	
		No. of Shares	% of total shares of Company	Date			No. of Shares	% of total shares of the Company
1	Rivendell PE LLC (formerly Known as NSR-PE Mauritius LLC)	10,914,423	45.51%	---	---	N.A.	10,914,423	45.51%

(v) SHAREHOLDING OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

Sr. No.	Name	Shareholding at the Beginning of the year i.e. 01/04/2017		Shareholding at the end of the year i.e. 31/03/2018	
		No. of shares	% of total shares of company	No. of shares	% of total shares of the company
<b>A.</b>	<b>Managing Director</b>				
1	Manesh D. Madeka	2,090,667	8.72%	2,090,667	8.72%
<b>B.</b>	<b>Directors</b>				
1	Bhautik D. Madeka	1,437,333	5.99%	1,437,333	5.99%
2	Mihir R. Madeka	3,92,000	1.63%	3,92,000	1.63%

*Manesh*



FORM MGT 9 - EXTRACT OF ANNUAL RETURN

(V) INDEBTEDNESS / BORROWINGS: (Amount in INR millions)

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

	Secured Loans Excluding Deposited	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
(i)Principal Amount	5663.7	---	---	5663.7
(ii)Interest due but not paid	---	---	---	---
(iii)Interest accrued but not due	---	---	---	---
<b>Total (i+ii+iii)</b>	<b>5663.7</b>	<b>---</b>	<b>---</b>	<b>5663.7</b>
<b>Change in Indebtedness During the financial year</b>				
• Addition	---	---	---	---
• Reduction	(1350.65)	---	---	(1350.65)
<b>Net Change</b>	<b>(1350.65)</b>	<b>---</b>	<b>---</b>	<b>(1350.65)</b>
<b>Indebtedness at the end of the financial year</b>				
(i)Principal Amount	4313.05	---	---	4313.05

*M. Srinivas*

**FORM MGT 9 - EXTRACT OF ANNUAL RETURN**

(ii)Interest due but not paid	---	---	---	---
(iii)Interest accrued but not due	---	---	---	---
<b>Total (i+ii+iii)</b>	<b>4313.05</b>	---	---	<b>4313.05</b>

**(VI) REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:**

**A. Remuneration to Managing Director**

(Amount in INR millions)

Sr. No	Particulars of Remuneration	Manesh D. Madeka Chairman & Managing Director	Total Amount
1.	Gross Salary:		
	(a) Salary as per provision contained in section 17(1) of the Income tax Act, 1961	9.60	9.60
	(b) Value of perquisites under section 17(2) Income-tax Act, 1961	---	---
	© Profits in lieu of salary under section 17(3) Income-tax Act, 1961	---	---
2.	Stock option	---	---
3.	Sweat equity	---	---
4.	Commission:		
	- As % of profit	---	---
	- Other, specify...		
5.	Others, please specify	---	---
	<b>Total (A)</b>	<b>9.60</b>	<b>9.60</b>

*Manesh*

FORM MGT 9 - EXTRACT OF ANNUAL RETURN

B. Remuneration to other Directors:

Sr No	Particulars of Remuneration	Name of Directors			Total Amount
1	Independent Director				
	Fees for attending Board/ Committee Meeting	---	---	---	---
	Commission				
	Other, please specify				
	TOTAL (B) (1)				
2	Other Non - Executive Director				
-	Fees for attending Board/ committee meeting	---	---	---	---
-	Commission				
-	Other, please specify				
--	TOTAL (B) (2)				
	TOTAL (B) (2)	---	---	---	---
	Total (B) = (1+2)	---	---	---	---
	Total Managerial Remuneration	---	---	---	---
	Overall Ceiling as per the Act	---	---	---	---

*Keshav*

FORM MGT 9 - EXTRACT OF ANNUAL RETURN

C. Remuneration to Key Managerial Personnel other than as Managing Director/Manager/Whole-time Director:

(Amount in INR millions)

Sr No	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CS HARDIK GANDHI Company Secretary	CFO	Total
1.	Gross Salary <ul style="list-style-type: none"> <li>• Salary as per provisions contained in section 17 (1) of the Income tax Act, 1961</li> <li>• Value of perquisites under section 17(2) Income tax Act, 1961</li> <li>• Profit in lieu of salary under section 17(3) Income tax, 1961</li> </ul>	---	---	---	---
2.	Stock Option	---	---	---	---
3.	Sweat Equity	---	---	---	---
4.	Commission <ul style="list-style-type: none"> <li>• As % of profit</li> <li>• Other, specify</li> </ul>	---	---	---	---
5.	Other, please, specify	---	---	---	---
	<b>Total</b>	---	---	---	---

*Kankey*

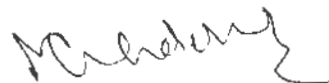
FORM MGT 9 - EXTRACT OF ANNUAL RETURN

(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)
<b>A. COMPANY</b>					
Penalty	---	---	---	---	---
Punishment	---	---	---	---	---
Compounding	---	---	---	---	---
<b>B. DIRECTORS</b>					
Penalty	---	---	---	---	---
Punishment	---	---	---	---	---
Compounding	---	---	---	---	---
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty	---	---	---	---	---
Punishment	---	---	---	---	---
Compounding	---	---	---	---	---

Date : 24/09/2018  
Place : Rajkot

By Order of the Board of Directors  
For, **ROLEX RINGS PRIVATE LIMITED,**



(Manesh D. Madeka)  
Chairman & Managing Director  
(DIN: 01629788)