

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 31/03/2019

(I) REGISTRATION AND OTHER DETAILS:

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



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(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 and Auto Components	2814- Manufacture of bearings, gears, gearing and driving elements	91.67%

(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				



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(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 01.04.2018				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	PROMOTERS									
(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	PUBLIC SHAREHOLDING									
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									



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



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Sr. No.	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	
(b)	Individuals									
(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.	---	---	---	---	---	---	---	---	---
	GRAND TOTAL	10,914,423	13066667	23,981,090	100%	10,914,423	13066667	23,981,090	100%	---



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(ii) Shareholding of Promoters:

Sr. No.	Shareholder's name	Shareholding at the beginning of the year 01.04.2018			Shareholding at the end of the year 31.03.2019			% 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%	---	---
GRAND TOTAL		13,066,667	54.49%	---	13,066,667	54.49%	---	---



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(iii) Change in Promoter's Shareholding:

Sr. No	Particulars	Shareholding at the beginning of the year 01.04.2018			Increasing Decreasing in Share holding	Reason	Cumulative Shareholding during the year 31.03.2019	
		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	Paresh 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%



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(iv) Shareholding Pattern of top ten shareholders:

Sr. No	Particulars	Shareholding at the beginning of the year 01.04.2018			Increasing Decreasing in Share holding	Reason	Cumulative Shareholding during the year 31.03.2019	
		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. 01/04/2018		Shareholding at the end of the year i.e. 31/03/2019	
		No. of shares	% of total shares of company	No. of shares	% of total shares of the company
A.	Managing Director				
1	Manesh D. Madeka	2,090,667	8.72%	2,090,667	8.72%
B.	Directors				
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%



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(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
Indebtedness at the beginning of the financial year				
(i)Principal Amount	4976.22	---	---	4976.22
(ii)Interest due but not paid	---	---	---	---
(iii)Interest accrued but not due	---	---	---	---
Total (i+ii+iii)	4976.22	---	---	4976.22
Change in Indebtedness During the financial year				
• Addition	---	---	---	---
• Reduction	(1207.01)	---	---	(1207.01)
Net Change	(1207.01)	---	---	(1207.01)
Indebtedness at the end of the financial year				
(i)Principal Amount	3769.21	---	---	3769.21



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(ii) Interest due but not paid	---	---	---	---
(iii) Interest accrued but not due	---	---	---	---
Total(i+ii+iii)	3769.21	---	---	3769.21

(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	11.04	11.04
	(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	---	---
	Total (A)	11.04	11.04



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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	---	---	---	---



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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"> • Salary as per provisions contained in section 17(1) of the Income tax Act, 1961 • Value of perquisites under section 17(2) Income tax Act, 1961 • Profit in lieu of salary under section 17(3) Income tax, 1961 	---	0.17	---	---
2.	Stock Option	---	---	---	---
3.	Sweat Equity	---	---	---	---
4.	Commission <ul style="list-style-type: none"> • As % of profit • Other, specify 	---	---	---	---
5.	Other, please, specify	---	---	---	---
	Total	---	0.17	---	---



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(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 : 30/09/2019
Place : Rajkot

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




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