



Form No. MGT-9
EXTRACT OF ANNUAL RETURN
As on the Financial Year ended on 31/03/2019

I. REGISTRATION AND OTHER DETAILS:

(i)	CIN	L32109DL2003PLC119416
(ii)	Registration Date	17 th March 2003
(iii)	Name of the Company	PG Electroplast Limited
(iv)	Category/Sub-Category of the Company	Company limited by Shares/Indian Non-Government Company
(v)	Address of the Registered Office & Contact details	DTJ209, 2 nd Floor, DLF Tower B, Jasola, New Delhi-110025; Email: info@pgel.in
(vi)	Whether a listed Company	Yes (Listed at BSE & NSE)
(vii)	Name, Address and contact details of Registrar and Transfer Agent, if any:	Karvy Fintech Pvt. Ltd, Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad - 500 032 Email: einward.ris@karvy.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:

All business activities contributing 10% or more of the total turnover of the Company shall be treated: -

Sl. No.	Name and description of main products/service	NIC code-2008 of product/service	% of total turnover of the Company
1	Plastic Parts of Refrigerator	27501	28.83%
2	Plastic Parts of Air Conditioners	28192	16.84%
3	Plastic Parts of Washing Machines	27501	14.26%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES: No such Company exists as on 31/03/2019.**IV. SHAREHOLDING PATTERN:****(i) Category-wise Share Holding:**

Category of Shareholders	No. of Shares held at the beginning of the year (as on 01/04/2018)				No. of Shares held at the end of the year (as on 31/03/2019)				% change during the year
	De-mat	Physical	Total	% of total Shares	De-mat	Physical	Total	% of total Shares	
A. Promoter									
(1) Indian									
a) Individual/ HUF	10169332	0	10169332	61.95	12409332	0	12409332	66.52	0
b) Central Government	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	-	-	-	-	-	-	-	-	-
e) Banks/Fl	-	-	-	-	-	-	-	-	-
f) Any Other..	-	-	-	-	-	-	-	-	-
Sub Total (A)(1)	10169332	0	10169332	61.95	12409332	0	12409332	66.52	0
(2) Foreign									
a) NRIs-Individuals	-	-	-	-	-	-	-	-	-
b) Other- Individuals	-	-	-	-	-	-	-	-	-

Category of Shareholders	No. of Shares held at the beginning of the year (as on 01/04/2018)				No. of Shares held at the end of the year (as on 31/03/2019)				% change during the year
	De-mat	Physical	Total	% of total Shares	De-mat	Physical	Total	% of total Shares	
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks/FI	-	-	-	-	-	-	-	-	-
e) Any Other.	-	-	-	-	-	-	-	-	-
Sub Total (A)(2)	0	0	0	0	0	0	0	0	N.A.
Total Shareholding of Promoter (A)=(A)(1)+ (A)(2)	10169332	0	10169332	61.95	12409332	0	12409332	66.52	4.57
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks/FI	21919	0	21919	0.13	85009	0	85009	0.46	0.33
C) Central Govt(s)	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Other (Specify)	-	-	-	-	-	-	-	-	-
Foreign Portfolio Investors	1160000		1160000	7.07	1260000	0	1260000	6.75	-0.32
Sub Total (B)(1):	1181919	0	1181919	7.20	1345009	0	1345009	7.21	0.01
2. Non Institutions									
a) Bodies Corporate									
i) Indian	2256242	0	2256242	13.75	1828742	0	1828742	9.80	-3.95
ii) Overseas					-	-	-	-	
b) Individuals									
i) Individual Shareholders holding nominal share capital upto Rs. 1 lakh	565587	51	565638	3.45	1980608	51	1980659	10.62	7.17
ii) Individual Shareholders holding nominal share capital in excess of Rs. 1 lakh	2561071	0	2561071	15.61	502848	0	502848	2.70	-12.91
c) Others (Specify)									
Clearing Member	166851	0	166851	1.02	110230	0	110230	0.59	-0.43
NBFC	37301	0	37301	0.23	664	0	664	0.00	-0.23
Non Resident Indians	896863	0	896863	5.46	476848	0	476848	2.56	-2.90
Sub-total(B)(2)	5063030	51	5063081	30.85	4899940	51	4899991	26.27	-8.58
Total Public Shareholding (B)=(B)(1) + (B)(2)	6244949	51	6245000	38.05	6244949	51	6245000	33.48	-4.57
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	16414281	51	16414332	100	18654281	51	18654332	100	0



(ii) SHAREHOLDING OF PROMOTERS

S.N.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of year			% Change in shareholding during the year
		No of Shares	% of total Shareholding	% of shares pledged, encumbered to total shares	No of Shares	% of total Shareholding	% of shares pledged, encumbered to total shares	
1.	Mr. Promod Gupta	40,16,166	24.47	N.A.	45,16,167	24.21	N.A.	-0.26
2.	Mr. Anurag Gupta	15,14,222	9.22	N.A.	22,07,555	11.83	N.A.	2.61
3.	Mr. Vikas Gupta	20,70,722	12.62	N.A.	25,94,055	13.91	N.A.	1.29
4.	Mr. Vishal Gupta	20,75,012	12.64	N.A.	25,98,345	13.93	N.A.	1.29
5.	Mrs. Neelu Gupta	4,15,000	2.53	N.A.	4,15,000	2.22	N.A.	-0.30
6.	Mrs. Sudesh Gupta	25,500	0.16	N.A.	25,500	0.14	N.A.	-0.02
7.	Mrs. Nitasha Gupta	28,500	0.17	N.A.	28,500	0.15	N.A.	-0.02
8.	Mrs. Sarika Gupta	24,210	0.15	N.A.	24,210	0.13	N.A.	-0.02
Total		1,01,69,332	61.95		1,24,09,332	66.52		4.57

(iii) Change in Promoters' Shareholding:

Sl. No.	Name	Shareholding		Date	Change in Shareholding	Reason	Cumulative Shareholding during the year	
		No. of Shares as on 1/04/2018 & 31/03/2019	% of Total Share of the Company				No. of Shares	% of Total Share of the Company
1.	Promod Gupta	40,16,166	24.47					
				25/03/2019	5,00,001	*Allotment	45,16,167	24.21
		45,16,167	24.21				45,16,167	24.21
2.	Anurag Gupta	15,14,222	9.22					
				25/03/2019	6,93,333	*Allotment	22,07,555	11.83
		22,07,555	11.83				22,07,555	11.83
3.	Vikas Gupta	20,70,722	12.62					
				25/03/2019	5,23,333	*Allotment	25,94,055	13.91
		25,94,055	13.91				25,94,055	13.91
4.	Vishal Gupta	20,75,012	12.64					
				25/03/2019	5,23,333	*Allotment	25,98,345	13.93
		25,98,345	13.93				25,98,345	13.93

*Allotment of equity shares on preferential basis pursuant to conversion of unsecured loan given by the promoter directors of the company.

(iv) Shareholding Pattern of top ten Shareholders as on 31/03/2019:

Sl. No.	For each of top 10 shareholders (other than Directors, promoters and holders of GDRs and ADRs)	Shareholding		Date	Change in Shareholding	Reason	Cumulative Shareholding during the year	
		No. of Shares as on 1/04/2018 & 31/03/2019	% of Total Share of the Company				No. of Shares	% of Total Share of the Company
1	ELARA INDIA OPPORTUNITIES FUND LIMITED	5,90,000	3.59					
				04/01/2019	-90,000	Market sale	5,00,000	3.05
				11/01/2019	1,50,000	Market purchase	6,50,000	3.96
		6,50,000	3.96				6,50,000	3.96
2	SUNITA SARWANKUMAR SARAF	2,63,500	1.61					
				NA	No Change	-	-	-
		2,63,500	1.61				2,63,500	1.61
3	IL AND FS SECURITIES SERVICES LIMITED *Shares held on BENPOS date 24/08/2018. **From BENPOS date 31/08/2018 this person became one of the top 10 shareholders based on no. of shares held.			24/08/2018	*87,877		87,877	0.54
				31/08/2018	** -17,010	Market sale	70,867	0.43
				07/09/2018	2,09,272	Market purchase	2,80,139	1.79
				14/09/2018	-20,745	Market sale	2,59,394	1.58
				21/09/2018	-787	Market sale	2,58,607	1.58
				28/09/2018	18,401	Market purchase	2,77,008	1.69
				29/09/2018	-5,000	Market sale	2,62,008	1.66
				05/10/2018	6,043	Market purchase	2,78,051	1.69
				12/10/2018	1,858	Market purchase	2,79,909	1.71
				19/10/2018	-1,243	Market purchase	2,78,666	1.70
				26/10/2018	-1,533	Market sale	2,77,133	1.69
				02/11/2018	400	Market purchase	2,77,533	1.69
				09/11/2018	2,044	Market purchase	2,79,577	1.70
				16/11/2018	-8,040	Market sale	2,71,537	1.65
				23/11/2018	1,838	Market purchase	2,73,375	1.67
				30/11/2018	-5,922	Market sale	2,67,453	1.63
				07/12/2018	-2,531	Market sale	2,64,922	1.61
				14/12/2018	-872	Market sale	2,64,050	1.61
				21/12/2018	-3,500	Market sale	2,60,550	1.59
				28/12/2018	5,084	Market purchase	2,65,634	1.62
				04/01/2019	11,238	Market purchase	2,76,872	1.69
				11/01/2019	-32,870	Market sale	2,44,002	1.49
				18/01/2019	5,703	Market purchase	2,49,705	1.52
				25/01/2019	-5,403	Market sale	2,44,302	1.49
				01/02/2019	-3,749	Market sale	2,40,553	1.47
				08/02/2019	14,322	Market purchase	2,54,875	1.55
		15/02/2019	22,185	Market purchase	2,72,060	1.69		
		22/02/2019	-2,642	Market sale	2,74,418	1.67		
		01/03/2019	887	Market purchase	2,75,305	1.68		
		08/03/2019	-7,102	Market sale	2,68,203	1.63		
		15/03/2019	1,350	Market purchase	2,69,553	1.64		
		22/03/2019	-2,981	Market sale	2,66,572	1.62		
		29/03/2019	10,687	Market purchase	2,55,885	1.56		
		2,55,885	1.56				2,55,885	1.56

Sl. No.	For each of top 10 shareholders (other than Directors, promoters and holders of GDRs and ADRs)	Shareholding		Date	Change in Shareholding	Reason	Cumulative Shareholding during the year	
		No. of Shares as on 1/04/2018 & 31/03/2019	% of Total Share of the Company				No. of Shares	% of Total Share of the Company
4	NEW LEAINA INVESTMENTS LIMITED	2,15,000	1.31					
				NA	No Change	-	-	-
		2,15,000	1.31				2,63,500	1.61
5	ASHIT MEHTA	4,25,500	2.59					
				18/01/2019	-21,612	Market sale	4,03,888	2.46
				25/01/2019	-50,000	Market sale	3,53,888	2.16
				08/02/2019	-70,000	Market sale	2,83,888	1.73
				29/03/2019	-70,624	Market sale	2,13,264	1.30
		2,13,264	1.30				2,13,264	1.30
6	AVIATOR GLOBAL INVESTMENT FUND	2,05,000	1.25					
				NA	No Change	-	-	-
		2,05,000	1.25				2,05,000	1.25
7	SATPAL KHATTAR *Shares held on BENPOS date 24/08/2018. From BENPOS date 07/09/2018 this person became one of the top 10 shareholders based on no. of shares held.				*1,65,000		1,65,000	1.01
				NA	No Change	-	-	-
		1,65,000	1.01				1,65,000	1.01
8	PRABHUDAS LILLADHER PRIVATE LIMITED *Shares held on BENPOS date 20/07/2018. From BENPOS date 27/07/2018 this person became one of the top 10 shareholders based on no. of shares held.			20/07/2018	*1,64,296		1,64,296	1.00
				27/07/2018	1,000	Market purchase	1,65,296	1.01
				03/08/2018	26,182	Market purchase	1,91,478	1.17
				17/08/2018	-16,768	Market sale	1,74,710	1.06
				24/08/2018	43,000	Market purchase	2,17,710	1.33
				07/09/2018	100	Market purchase	2,17,810	1.33
				21/09/2018	-100	Market sale	2,10,710	1.33
				05/10/2018	-36,758	Market sale	1,80,952	1.10
				12/10/2018	1,000	Market purchase	1,81,952	1.11
				19/10/2018	17,500	Market purchase	1,99,452	1.22
				26/10/2018	-23,800	Market sale	1,75,652	1.07
				02/11/2018	5,484	Market purchase	1,81,136	1.10
				16/11/2018	-5,484	Market sale	1,75,652	1.07
				30/11/2018	163	Market purchase	1,75,815	1.07
				07/12/2018	4,437	Market purchase	1,80,252	1.10
				14/12/2018	-100	Market sale	1,80,152	1.10
				21/12/2019	-4,200	Market sale	1,75,952	1.07
				28/12/2019	40,040	Market purchase	2,15,992	1.32
				04/01/2019	-64,008	Market sale	1,51,984	0.93
				11/01/2019	1,450	Market purchase	1,53,434	0.93
		18/01/2019	-700	Market sale	1,52,734	0.93		
		25/01/2019	25	Market purchase	1,52,759	0.93		
		01/02/2019	-785	Market sale	1,51,974	0.93		
		08/02/2019	-232	Market sale	1,51,742	0.92		
		15/02/2019	1,086	Market purchase	1,52,828	0.93		

Sl. No.	For each of top 10 shareholders (other than Directors, promoters and holders of GDRs and ADRs)	Shareholding		Date	Change in Shareholding	Reason	Cumulative Shareholding during the year	
		No. of Shares as on 1/04/2018 & 31/03/2019	% of Total Share of the Company				No. of Shares	% of Total Share of the Company
				22/02/2019	-1,500	Market sale	1,52,328	0.93
				08/03/2019	-701	Market sale	1,51,627	0.92
				15/03/2019	1,015	Market purchase	1,52,642	0.93
				22/03/2019	-400	Market sale	1,52,242	0.93
				29/03/2019	2,636	Market purchase	1,54,828	0.94
		1,54,828	0.94				1,54,828	0.94
9	GLOBE CAPITAL MARKET LTD			01/03/2019	*1,03,588		1,03,588	0.63
				08/03/2019	3,679	Market Purchase	1,07,267	0.65
				15/03/2019	19,062	Market purchase	1,26,329	0.77
	*Shares held on BENPOS date 01/03/2019.			22/03/2019	113	Market purchase	1,26,442	0.77
				29/03/2018	5,786	Market purchase	13,228	0.81
	From BENPOS date 15/03/2019 this person became one of the top 10 shareholders based on no. of shares held.	13,228	0.81				13,228	0.81
10	NILAM SAMIRKUMAR SHAH			29/09/2018	*134,055		1,34,055	0.82
				12/10/2018	-500	Market sale	133555	0.81
				30/11/2018	-3,000	Market sale	1,30,555	0.80
	*Shares held on BENPOS date 29/09/2018.			14/12/2018	1,293	Market purchase	1,31,848	0.80
				21/12/2018	-1,500	Market sale	1,30,348	0.80
	From BENPOS date 12/10/2018 this person became one of the top 10 shareholders based on no. of shares held.	1,29,348	0.79	22/02/2019	**1,29,348		1,29,348	0.79
	**On BENPOS date 22/02/2019 this person again became one of the top 10 shareholders based on no. of shares held.							

Note: The changes in the shareholding in the above shareholders were due to buying/ selling of shares through Stock Exchange by the shareholders. Hence, date wise increase/decrease prior to the date when they were not belonging to top 10 shareholders is not indicated here.

22,40,000 equity shares were allotted on 25/03/2019 to the promoter directors pursuant to conversion of outstanding unsecured loan given by them to the company. These shares were listed on NSE and BSE on 05/04/2019 and 16/04/2019, respectively. Trading approval of NSE and BSE received on 26/04/2019.



(v) Shareholding of Directors and Key Managerial Personnel:

Sl. No.	Name of Directors and KMP	Shareholding		Date	Change in Shareholding	Reason	Cumulative Shareholding during the year	
		No. of Shares as on 1/04/2018 & 31/03/2019	% of Total Share of the Company				No. of Shares	% of Total Share of the Company
1.	Promod Gupta	40,16,166	24.47					
				25/03/2019	5,00,001	*Allotment	45,16,167	24.21
		45,16,167	24.21				45,16,167	24.21
2.	Anurag Gupta	15,14,222	9.22					
				25/03/2019	6,93,333	*Allotment	22,07,555	11.83
		22,07,555	11.83				22,07,555	11.83
3.	Vikas Gupta	20,70,722	12.62					
				25/03/2019	5,23,333	*Allotment	25,94,055	13.91
		25,94,055	13.91				25,94,055	13.91
4.	Vishal Gupta	20,75,012	12.64					
				25/03/2019	5,23,333	*Allotment	25,98,345	13.93
		25,98,345	13.93				25,98,345	13.93
5	Mr. Sharad Jain	0	0.00	NA	No Change	-	0	0.00
6	Mr. Devendra Jha	0	0.00	NA	No Change	-	0	0.00
7	Mr. A. P. Anand	0	0.00	NA	No Change	-	0	0.00
8	Dr. Rita Mohanty	0	0.00	NA	No Change	-	0	0.00
Key Managerial Personnel other than Directors								
1	Mr. Mahabir Prasad Gupta	0	0.00	NA	No Change	-	0	0.00
2	Mr. Sanchay Dubey	0	0.00	NA	No Change	-	0	0.00

*Allotment of equity shares on preferential basis pursuant to conversion of unsecured loan given by the promoter directors of the company.

VI. 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	6,641.78	6,212.60	0	12,854.38
(ii) Interest due but not paid	0	0	0	0
(iii) Interest accrued but not due	46.68	0	0	46.68
Total [(i)+(ii)+(iii)]	6,688.46	6,212.60	0	12,901.06
Change in Indebtedness during the financial year				
Addition	17,600.99	23,807.16	0	41,408.15
Reduction	16,300.35	25,396.00	0	41,696.35
Net Change	1,300.64	-1,588.84	0	-288.20
Indebtedness at the end of the financial year				
(i) Principal Amount	7,942.43	4,623.76	0	12,566.18
(ii) Interest due but not paid	0	0	0	0
(iii) Interest accrued but not due	50.71	0	0	50.71
Total [(i)+(ii)+(iii)]	7,993.14	4,623.76	0	12,616.89

VII. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL (Rs. in Lakh):**A. Remuneration to Managing Director, Whole-time Directors and/or Manager:**

(Rs. in Lakh)

S.N	Particulars of Remuneration	Name of MD/WTD/Manager				Total Amount
		Mr. Promod Gupta	Mr. Anurag Gupta	Mr. Vishal Gupta	Mr. Vikas Gupta	
1	Gross salary					
	(a) Salary as per provisions contained in section 17(1) & 17(3) of the Income-tax Act, 1961	77.76	77.76	77.76	77.76	311.04
	(b) Value of perquisites under section 17(2) Income-tax Act, 1961	0	0	0	0	0
2	Stock option	0	0	0	0	0
3	Sweat Equity	0	0	0	0	0
4	Commission	0	0	0	0	0
5	Other, please specify	0	0	0	0	0
	Total	77.76	77.76	77.76	77.76	311.04
	Ceiling as per the Act	120.00*	120.00*	120.00*	120.00*	

* As per Section II, part II of schedule V of the Companies Act 2013.

B. REMUNERATION TO OTHER DIRECTORS:

(Rs. in Lakh)

S.N	Particulars of Remuneration	Name of Directors				Total
		Mr. Sharad Jain	Mr. Devendra Jha	Mr. Ayodhya Prasad Anand	Dr. Rita Mohanty	
1.	Independent Directors					
	• Fee for attending Board/committee meetings	2.20	1.90	1.90	1.40	7.40
	• Commission	0	0	0	0	0
	• Others	0	0	0	0	0
	Total (1)	2.20	1.90	1.90	1.40	7.40
2.	Other Non-Executive Directors	All Non-Executive Directors are Independent Directors & their remuneration is given in point 1 above.				
	Total B (1+2)	2.20	1.90	1.90	1.40	7.40
	Total Managerial Remuneration					318.44
	Overall Ceiling as per the Act	The Company had inadequate profit, thus, paying remuneration as per provision of Schedule V, where yearly remuneration of Rs. 120 lakh is permissible to any managerial personnel after approval of Shareholders.				



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

(Rs. in Lakh)

S.N.	Particulars of Remuneration	Mahabir Prasad Gupta	Sanchay Dubey	Total
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1), (3) of the Income-tax Act, 1961 & other	13.53	2.93	17.13
	(b) Value of perquisites under section 17(2) Income-tax Act, 1961	0	0	0
2	Stock option	0	0	0
3	Sweat Equity	0	0	0
4	Commission	0	0	0
5	Other, please specify	0	0	0
	Total	13.53	2.93	17.13

VIII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES DURING F.Y. 2018-19:

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding Fee, imposed	Authority (RD/ NCLT/ Court)	Appeal made, if any, give details
A. Company					
Penalty	N.A.	-	-	-	-
Punishment	N.A.	-	-	-	-
Compounding	N.A.	-	-	-	-
B. Directors					
Penalty	N.A.	-	-	-	-
Punishment	N.A.	-	-	-	-
Compounding	N.A.	-	-	-	-
C. OTHER OFFICERS IN DEFAULT					
Penalty	N.A.	-	-	-	-
Punishment	N.A.	-	-	-	-
Compounding	N.A.	-	-	-	-

SEBI has passed an order on 11.03.2014 in the matter of IPO of the company and has restricted the Company and its promoter directors from raising funds from/dealing in securities market and directed to take urgent and efficient measure to recover all money recoverable on account of investments in ICDs, contract for purchase of land etc. The Company had filed an appeal with honorable Securities Appellate Tribunal (SAT) against this order. SAT has pronounced order on 30.08.2016. Copy of order this is available at SAT website on following link: http://sat.gov.in/english/pdf/E2016_JQ2014144.PDF

Further Adjudicating officer of SEBI has also passed an order on 2nd August 2017. Copy of order is available on link https://www.sebi.gov.in/enforcement/orders/aug-2017/adjudication-order-in-respect-of-pg-electroplast-limited-its-directors-and-91-entities-in-the-matter-of-pg-electroplast-limited_35504.html.

Now, vide order dated August 2, 2017, Adjudicating officer of SEBI has imposed monetary penalties of Rupees One Crore on the Company and Rupees One Crore on each of four directors (mentioned in above paragraph) for the violation of ICDR Regulations. AO has also imposed penalty on 26 entities for violation of the provisions of Section 11C(2) and (3) of the SEBI Act, 1992, they are not related to PG Electroplast Limited. As regards the violation of the provisions of PFUTP Regulations by the Company and its directors, AO found that the Hon'ble SAT (Order dated August 30, 2016) has not found any merit in the said allegations. The Company has filed appeal before SAT against said adjudication order and the matter is pending.