



Govind Milk and Milk Products Private Limited

CIN: U15201MH1996PTC101588

Regd Address: Ganeshsheri, Pandharpur Road, Kolki, Tal. Phaltan, Dist: Satara Pin- 415523

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Website : www.govindmilk.com

ANNEXURE A TO THE REPORT OF DIRECTORS OF GOVIND MILK AND MILK PRODUCTS PRIVATE LIMITED

FORM NO. MGT-9

EXTRACT OF ANNUAL RETURN

As on the financial year ended on 31st March, 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	U15201MH1996PTC101588
ii)	Registration Date	02/08/1996
iii)	Name of the Company	GOVIND MILK AND MILK PRODUCTS PRIVATE LIMITED
iv)	Category / Sub-Category of the Company	Private Limited / Company Limited by shares / Non Government Company
v)	Address of the Registered office and contact details	At Phaltan Pandharpur Road GaneshsHeri Phaltan Satara 415523 Email id: cs@govindmilk.com Website: govindmilk.com
vi)	Whether listed company Yes / No	No
vii)	Name, Address and Contact details of Registrar and Transfer Agent, if any	Not Applicable

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:-

Sl. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1.	Manufacture of milk-powder, ice-cream powder and condensed milk except baby milk food	10502	65.70
2.	Manufacture of other dairy products n.e.c.	10509	11.35
3.	Manufacture of cream, butter, cheese, curd, ghee, khoya etc.	10504	21.53
	Total		98.58

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
NOT APPLICABLE					

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	De-mat	Physical	Total	% of Total Shares	De-mat	Physical	Total	% of Total Shares	
A. PROMOTERS									
(1) Indian -									
a) Individual/ HUF	0	5,84,172	5,84,172	65.82	0	5,84,182	5,84,182	65.82	Negligible
b) Central Govt	0	0	0	0	0	0	0	0	0
c) State Govt (s)	0	0	0	0	0	0	0	0	0
d) Bodies Corp.	0	0	0	0	0	0	0	0	0
e) Banks/FI's	0	0	0	0	0	0	0	0	0
f) Any other	0	0	0	0	0	0	0	0	0
Sub Total (A) (1)	0	5,84,172	5,84,172	65.82	0	5,84,182	5,84,182	65.82	Negligible
(2) Foreign -									
a) NRIs- Individuals	0	0	0	0	0	0	0	0	0
b) Other- Individuals	0	0	0	0	0	0	0	0	0
c) Bodies Corp.	0	0	0	0	0	0	0	0	0
d) Banks/FIs	0	0	0	0	0	0	0	0	0
e) Any Other	0	0	0	0	0	0	0	0	0

Sub Total (A) (2)	0	0	0	0	0	0	0	0	0
Total Shareholding of Promoter (A)=(A)(1)+(A) (2)	0	5,84,172	5,84,172	65.82	0	5,84,182	5,84,182	65.82	0
B. PUBLIC SHAREHOLDING									
1. Institutions -									
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks/FIs	0	0	0	0	0	0	0	0	0
c) Central Govt	0	0	0	0	0	0	0	0	0
d) State Govt	0	0	0	0	0	0	0	0	0
e) Venture Capital Fund	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FIs	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Fund	0	0	0	0	0	0	0	0	0
i) Others (Specify)	0	0	0	0	0	0	0	0	0
Sub Total (B) (1)	0	0	0	0	0	0	0	0	0
2. Non-Institutions -									
a) Bodies Corp -									
i) Indian	0	40,010	40,010	4.51	0	40,000	40,000	4.51	Negligible
ii) Overseas	0	0	0	0	0	0	0	0	0
b) Individuals -									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	0	4,198	4198	0.47	0	4,198	4198	0.47	0

ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	0	2,59,153	2,62,153	29.19	0	2,59,153	2,62,153	29.19	0
c)Others (Specify)	0	0	0	0	0	0	0	0	0
Sub Total (B) (2)	0	0	0	0	0	0	0	0	0
Total Public Shareholding (B)=(B)(1)+(B)(2)	0	0	0	0	0	0	0	0	0
C. Shares held by custodian for GDRS & ADRS	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	0	8,87,533	8,87,533	100	0	8,87,533	8,87,533	100	0

(ii) Shareholding of Promoters

Sl No.	Shareholder's Name	Shareholding at the beginning of the year			Share holding at the end of 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	% change in share holding during the year
1	Mr. Sanjeev NaikNimbalkar	4,62,678	52.13	Nil	4,62,678	52.13	Nil	Nil
2	Mrs.Shivanjali NaikNimbalkar	1,21,494	13.69	Nil	1,21,504	13.69	Nil	Nil
	Total	5,84,172	65.82	Nil	5,84,182	65.82	Nil	Nil

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

Sl. No.	Mr. Sanjeev Naik Nimbalkar	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
1	At the beginning of the year	4,62,678	52.13	4,62,678	52.13

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.)					
Date	Reason				
At the End of the year		4,62,678	52.13	4,62,678	52.13

Sl. No.	Mrs. Shivanjalidevi Naiknimbalkar	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
2					
	At the beginning of the year	1,21,494	13.69	1,21,494	13.69
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)					
Date	Reason				
07/12/2018	transfer	--	--	10	--
At the end of the year		1,21,494	13.69	1,21,504	13.69

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

Sl. No.	Mrs Rachana Ganpatrao Dhumal	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
1					
	At the beginning of the year	78,177	8.81	78,177	8.81
Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):					
Date	Reason				
---	--	-	-	-	-

	At the End of the year (or on the date of separation, if separated during the year)	78,177	8.81	78,177	8.81
No.	Mr. Vinod Balramsing Marwaha	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
2		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year (or on the date of separation, if separated during the year)	70,000	7.89	70,000	7.89
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):				
	Date	Reason			
	---	---	-	-	-
	At the End of the year (or on the date of separation, if separated during the year)	70,000	7.89	70,000	7.89
Sl. No.	Ganpatrao Marutrao Dhumal	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
3		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	57,973	6.53	57,973	6.53
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):				
	Date	Reason			
	----	--	-	-	-
	At the End of the year (or on the date of separation, if separated during the year)	57,973	6.53	57,973	6.53
Sl. No.	GITS Foods Products Private Limited	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
4		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company

	At the beginning of the year	40,000	4.51	40,000	4.51
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):				
	Date	Reason			
	-	-	-	-	-
	At the End of the year (or on the date of separation, if separated during the year)	40,000	4.51	40,000	4.51
Sl. No.	Anantmala Naiknimbalkar	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
5		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	30,000	3.38	30,000	3.38
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):				
	Date	Reason			
	----	--	-	-	-
	At the End of the year (or on the date of separation, if separated during the year)	30,000	3.38	30,000	3.38
Sl. No.	Mrs.UttaraRaje Vijaysinha NaikNimbalkar	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
6		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	21,003	2.37	21,003	2.37
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):				
	Date	Reason			
	---	--	-	-	-
	At the End of the year (or on the date of separation, if	21,003	2.37	21,003	2.37

	separated during the year)				
Sl. No.	Mr. Sadashiv Bhalchandra Tavare	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
7		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	2,000	0.23	2,000	0.23
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):				
	Date	Reason			
	---	--	-	-	-
	At the End of the year (or on the date of separation, if separated during the year)	2,000	0.23	2,000	0.23
Sl. No.	Mr. Hanmantrao Mohite	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
8		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	1,000	0.11	1,000	0.11
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):				
	Date	Reason			
	---	--	-	-	-
	At the End of the year (or on the date of separation, if separated during the year)	1,000	0.11	1,000	0.11

Sl. No.	Mr. Yashwantrao Krushnarao Ranaware	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
9		1,000	0.11	1,000	0.11
	At the beginning of the year	1,000	0.11	1,000	0.11
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):				
	Date	Reason			
	----	--	-	-	-
	At the End of the year (or on the date of separation, if separated during the year)	1,000	0.11	1,000	0.11
Sl. No.	Mr. Khashaba Pandurang Raut	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
10		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	1,000	0.11	1,000	0.11
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):				
	Date	Reason			
	----	--	-	-	-
	At the End of the year (or on the date of separation, if separated during the year)	1,000	0.11	1,000	0.11

(v) Shareholding of Directors and Key Managerial Personnel

Sl. No.	Mr. Sanjeev NaikNimbalkar	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
1		4,62,678	52.13	4,62,678	52.13
	At the beginning of the	4,62,678	52.13	4,62,678	52.13

year					
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.)					
Date	Reason				
----	--	-	-	-	-
At the End of the year		4,62,678	52.13	4,62,678	52.13

Sl. No.	Mrs.Shivanjalidevi Naiknimbalkar	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
2					
	At the beginning of the year	1,21,494	13.69	1,21,494	13.69
	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)				
	Date	Reason			
	07/12/2018	Transfer	--	--	10
	At the end of the year	1,21,494	13.69	1,21,504	13.69

Sl. No.	Mr. Vinod Balramsing Marwaha	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
3					
	At the beginning of the year (or on the date of separation, if separated during the year)	70,000	7.89	70,000	7.89
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):				
	Date	Reason			
	----	--	-	-	-
	At the End of the year (or on the date of separation, if	70,000	7.89	70,000	7.89

	separated during the year)				
Sl. No.	Ganpatrao Marutrao Dhumal	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
4		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	57,973	6.53	57,973	6.53
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):				
	Date	Reason			
	----	--	-	-	-
	At the End of the year (or on the date of separation, if separated during the year)	57,973	6.53	57,973	6.53

Sl. No.	Mr. Chandrasekhar Vasanttrao Jagtap	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
5		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	750	0.08	750	0.08
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):				
	Date	Reason			
	----	--	-	-	-
	At the End of the year (or on the date of separation, if separated during the year)	750	0.08	750	0.08

Sl. No.	Mr. Rajiv Mitra	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
6		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	-	-	-	-

	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):		No change			
	Date	Reason				
	----	--	-	-	-	-
	At the End of the year (or on the date of separation, if separated during the year)		-	-	-	-

Sl. No.	Chandrakant Yashwantrao Ranavare	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
7		-	-	-	-
	At the beginning of the year		-	-	-
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):		No Change		
	Date	Reason	-	-	-
	----	--			
	At the End of the year (or on the date of separation, if separated during the year)		-	-	-

V. INDEBTEDNESS

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

	Secured Loans excluding deposits #	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	67,89,01,040	15,19,54,061		83,08,55,101
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	67,89,01,040	15,19,54,061		83,08,55,101
Change in Indebtedness during the financial year				
Addition	10,93,51,188	1,00,00,000	-	11,93,51,188
Reduction	(11,38,36,809)	(9,26,44,068)		(20,64,80,877)

Net Change	(44,85,621)	(8,26,44,068)		(8,71,29,689)
Indebtedness at the end of the financial year				
i) Principal Amount	67,44,15,419	6,93,09,993		74,37,25,412
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	67,44,15,419	6,93,09,993		74,37,25,412

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

Sl n o	Particulars of Remunera tion	Name of MD/WTD/ Manager/ Executive Director				Total Amount (Rs.)
		Mr. Rajiv Mitra (DIN 06969557) Managing Director*	Mr. Sanjeev Vijaysinha Naik Nimbalkar (DIN: 00358243) Executive Director	Mrs. Shivanjali Sanjeev Naik Nimbalkar (DIN:01446486) Executive Director	Mr. Ganpatrao Marutrao Dhumal DIN: 01446449 Executive Director	
1.	Gross Salary :					
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	63,24,128/-	85,09,315/-	55,03,019/-	10,46,400/-	2,13,82,862
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	NIL	NIL	NIL	NIL	NIL
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	NIL	NIL	NIL	NIL	NIL

2.	Stock Option	NIL	NIL	NIL	NIL	NIL
3.	Sweat Equity	NIL	NIL	NIL	NIL	NIL
4.	Commission :					
	as % of Profit	NIL	NIL	NIL	NIL	NIL
	- Others, Specify	NIL	NIL	NIL	NIL	NIL
5.	Others, Specify	NIL	NIL	NIL	NIL	NIL
Total (A)		63,24,128/-	85,09,315/-	55,03,019/-	10,46,400/-	2,13,82,862
Ceiling as per the Act		N.A.	N.A.	N.A.	N.A.	N.A.

* Professional fees were paid to Mr. Rajiv Mitra, Managing Director of the Company amounting to Rs. 19,40,000/- during 2018-19. He resigned with effect from 28.02.2019

Remuneration to other directors:

SI no	Particulars of Remuneration	Name of Directors				Total Amount
1	Independent Directors					
	Fee for attending board / committee Meetings	Not Applicable				
	Commission					
	Others, please specify					
	Total (1)					
2	Other Non Executive Directors					
	Fee for attending board / committee Meetings	Not Applicable				
	Commission					
	Others, please specify					
	Total (2)					
	Total (B)=(1)+(2)	Not Applicable				
	Total Managerial remuneration					
	Overall Ceiling as per the Act					

Mr. Vinod Marwaha, Director of the Company and Mrs. Aruna Marwaha his wife, were paid professional fees @ Rs. 9,24,000/- and Rs. 4,62,000 respectively during F.Y. 2018-19.

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

Sl. no	Particulars of Remuneration	Key Managerial Personnel				
		CEO	Company Secretary	Company Secretary	CFO*	Total
1	Gross salary :		Mr. Swaroop Prakash Kale	Mr. Prasad Zinjurde	Mr. Anand Dhoot	
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961		2,84,581	97,349	40,20,900	44,02,830
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961				-	
	(c) Profits in lieu of salary under section 17(3) Income tax Act, 1961				-	
2	Stock Option				-	
3	Sweat Equity				-	
4	Commission				-	
	- As % of Profit				-	
	- Others, specify				-	
5	Others, Specify				-	
	Total		2,84,581	97,349	40,20,900	44,02,830

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	

For and on behalf of Board of Directors of
Govind Milk And Milk Products Private Limited



Sanjeev V Naiknimbalkar

Sanjeev V Naiknimbalkar
Chairman
DIN : 00358243

Place: Phaltan
Date: 20 September, 2019