

CONTINENTAL ENGINES PRIVATE LIMITED

Annexure-I

Form No. MGT-9

EXTRACT OF ANNUAL RETURN

As on the financial year ended on 31.03.2018

[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

- a) CIN:- **U34300DL1996PTC081210**
b) Registration Date:- **16/08/1996**
c) Name of the Company:- **Continental Engines Private Limited**
d) Category/ Sub-Category of the Company:- **Private Limited Company**
e) Address of the Registered office and contact details:- **A-21, 9 Prithviraj Road, New Delhi-110003.**
- | | | | |
|--------------------|---|-----------|---|
| Telephone with STD | : | Area Code | Number |
| Fax Number | : | 011 | 46044604 |
| E-Mail Address | : | 011 | 26114421 |
| | : | | kavita.bhojwani@continental-engines.com |
- f) Town/City:- **Delhi**
g) Whether Listed Company:- **No**
h) Name, Address and Contact details of Registrar and Transfer Agent: **N.A.**

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 general purpose machinery	2811	100

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
1	Continental Defence Solutions Private Limited, Add: A-21, 9, Prithviraj Road, New Delhi 110003	U29253DL2014PTC27209 9	Wholly-Owned Subsidiary	100	2(87)
2	Tizara Estate Limited, Add: Asset 5B, Hospitality District, Delhi Aerocity, IGI Airport,	U45200DL2007PLC15856 4	Wholly-Owned Subsidiary	100	2(87)

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Total Shareholding of Promoter (A)=(A)(1)+ (A)(2)	0	50124 62	50124 62	100	0	50124 62	50124 62	100	NIL
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	0	0	0	0	0	0	0	0	NIL
b) Banks/FI	0	0	0	0	0	0	0	0	NIL
c) Central Govt.	0	0	0	0	0	0	0	0	NIL
d) State Govt.	0	0	0	0	0	0	0	0	NIL
e) Venture Capital Funds	0	0	0	0	0	0	0	0	NIL
f) Insurance Companies	0	0	0	0	0	0	0	0	NIL
g) FIIs	0	0	0	0	0	0	0	0	NIL
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	NIL
i) Others(specify)	0	0	0	0	0	0	0	0	NIL
Sub-Total (B) (1)	0	0	0	0	0	0	0	0	NIL
2. Non-Institutions									
a) Bodies Corp.	0	0	0	0	0	0	0	0	NIL
i) Indian									
ii) Overseas									
b) Individuals	0	0	0	0	0	0	0	0	NIL
i) Individual Shareholders holding nominal share capital up to Rs. 1 lakh									
ii) Individual shareholders holding nominal share capital in excess of Rs. 1 lakh									
c) Others (specify)	0	0	0	0	0	0	0	0	NIL
Sub- Total (B) (2)	0	0	0	0	0	0	0	0	NIL
Total Public Shareholding (B)= (B)(1)+ (B)(2)	0	0	0	0	0	0	0	0	NIL
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	NIL
Grand Total (A+B+C)	0	50124 62	50124 62	100	0	50124 62	50124 62	100	NIL

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2) Shareholding of Promoters

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during 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	
1	Mr. A.S. Bakshi	2,512,408	50.12	NIL	2,512,408	50.12	NIL	NIL
2	Mrs. Amrita Bakshi	2,500,015	49.88	NIL	2,500,015	49.88	NIL	NIL
3	AS Bakshi (HUF)	10	0.00	NIL	10	0.00	NIL	NIL
4	Ms. Sanam Bakshi	10	0.00	NIL	10	0.00	NIL	NIL
5	Mr. Shiv Bakshi	10	0.00	NIL	10	0.00	NIL	NIL
6	Mrs. Simran Bakshi	9	0.00	NIL	9	0.00	NIL	NIL
	Total	5012462	100	NIL	5012462	100	NIL	NIL

3) Change in Promoters' Shareholding (Please specify, if there is no change)

S. No.	Name of Shareholders	Shareholding		Date	Increase / (Decrease) in Shareholding	Reason	Cumulative Shareholding during the year (01.04.17 - 31.03.18)	
		No. of Shares at the beginning of the year/end of the year	% of total shares of the Company				No. of shares	% of total shares of the company
1	Mr. A.S. Bakshi	2,512,408	50.12		NO CHANGE DURING THE YEAR		2,512,408	50.12
2	Mrs. Amrita Bakshi	2,500,015	49.88		NO CHANGE DURING THE YEAR		2,500,015	49.88

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3	AS Bakshi (HUF)	10	0.00	NO CHANGE DURING THE YEAR	10	0.00
4	Ms. Sanam Bakshi	10	0.00	NO CHANGE DURING THE YEAR	10	0.00
5	Mr. Shiv Bakshi	10	0.00	NO CHANGE DURING THE YEAR	10	0.00
6	Mrs. Simran Bakshi	9	0.00	NO CHANGE DURING THE YEAR	9	0.00
	TOTAL	5,012,462	100.00		5,012,462	100.00

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

Sl. No.		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
	For Each of the Top 10 Shareholders				
	At the beginning of the year	NIL	NIL	NIL	NIL
	Date wise Increase/ Decrease in share holding during the year specifying the reasons for increase /decrease (e.g. allotment/transfer/ bonus/sweat equity etc)	NIL	NIL	NIL	NIL
	At the end of the year(or on the date of separation, if separation during the year)	NIL	NIL	NIL	NIL

5) Shareholding of Directors

Sl. No.	Name	Shareholding at the beginning of the year 01.04.2017		Allotted/ Bought during the year	Sold during the year	Shareholding at the end of the year 31.03.2018	
		No. of Shares	% of total shares of the company			No. of Shares	% of total shares of the company
1	Mr. A.S. Bakshi	2,512,408	50.12	-	-	2,512,408	50.12
2	Mr. Shiv Bakshi	10	0.00	-	-	10	0.00
3	Ms. Sanam	10	0.00	-	-	10	0.00

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	Bakshi						
4	Mr. Mahesh Dadlani	-	-	-	-	-	-
5	Mr. S.P.S Sawhney	-	-	-	-	-	-
6	Mr. S.S. Ahluwalia	-	-	-	-	-	-
7	Mrs. Amrita Bakshi	2,500,015	49.88			2,500,015	49.88
	TOTAL	5,012,462	100.00			5,012,462	100.00

V. INDEBTEDNESS

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

(Amt in Rs. Lakh)

Particulars		Secured Loans	Unsecured Loans	Deposit	Total Indebtedness
Indebtness at the beginning of the financial year					
i)	Principal Amount	67,25,67,466	13,07,59,570	Nil	80,33,27,035
ii)	Interest due but not paid	-	-	Nil	-
iii)	Interest accrued but not due	-	-	Nil	-
Total (i + ii + iii)		-	-	Nil	-
Change in Indebtness during the financial year					
•	Addition	36,07,12,821	7,20,71,594	Nil	43,27,84,415
•	Reduction	1,43,12,763	-	Nil	1,43,12,763
Net Change		34,64,00,058	7,20,71,594	Nil	41,84,71,652
Indebtness at the end of the financial year					
i)	Principal Amount	101,89,67,524	20,28,31,164	Nil	122,17,98,687
ii)	Interest due but not paid	-	-	Nil	-
iii)	Interest accrued but not due	-	-	Nil	-
Total (i + ii + iii)		101,89,67,524	20,28,31,164	Nil	122,17,98,687

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VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl. No.	Particulars of Remuneration	Name of MD/WTD/Manager				Total Amount
		Mr. A.S. Bakshi, Managing Director	Mr. Shiv Bakshi, Whole-time Director	Mr. Mahesh Dadlani, Whole-time Director	Mrs. Amrita Bakshi, Whole-time Director	
1.	Gross salary					
	a) Salary as per provisions contained in section 17 (1) of the Income-tax Act, 1961	252,00,000	86,09,602	1,07,86,092	29,57,153	4,75,52,847
	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	NIL	NIL	NIL		NIL
3.	Sweat Equity	NIL	NIL	NIL		NIL
4.	Commission — As % of profit — Others, specify...	NIL	NIL	NIL		NIL
5.	Others, please specify	NIL	NIL	NIL		NIL
	Total(A)	252,00,000	86,09,602	1,07,86,092	29,57,153	4,75,52,847
	Ceiling as per the Act	NA	NA	NA		NA

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B. Remuneration to other directors:

Sl. No.	Particulars of Remuneration	Name of Directors	Total Amount
	1. Independent Directors <ul style="list-style-type: none"> • Fee for attending board/ committee meetings • Commission • Others, please specify 	NIL	NIL
	Total (1)	NIL	NIL
	2. Other Non- Executive Directors <ul style="list-style-type: none"> • Fee for attending board/ committee meetings • Commission • Others, please specify 		
	Total (2)		
	Total (B)= (1+2)		
	Total managerial Remuneration	NIL	NIL
	Overall Ceiling as per the Act	Not applicable	Not applicable

C. Remuneration to key Managerial Personnel Other than MD/Manager/WTD

Sl. No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
1.	Gross salary <ul style="list-style-type: none"> a) Salary as per provisions contained in section 17 (1) of the Income-tax Act, 1961 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 	NA	NA	NA	NA
2.	Stock Option	NIL	NIL	NIL	NIL
3.	Sweat Equity	NIL	NIL	NIL	NIL
4.	Commission <ul style="list-style-type: none"> — As % of profit — Others, specify... 	NIL	NIL	NIL	NIL
5.	Others, please specify	NIL	NIL	NIL	NIL
	Total	NIL	NIL	NIL	NIL


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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	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL
B. DIRECTORS					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL
C. OTHER OFFICERS IN DEFAULT					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL

By order of the Board
for Continental Engines Private Limited


Amarjit Singh Bakshi
Managing Director
DIN: 00034902


Mahesh Dadlani
Director
DIN: 05150217

Date: 29/08/2018
Place: Gurugram

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