

FORM NO. MGT 9

Extract of Annual Return for the financial year ended 31.03.2018

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

I. REGISTRATION & OTHER DETAILS :		
i	CIN	L67120MH1984PLC272432
ii	Registration Date	26th May, 1984
iii	Name of the Company	Winmore Leasing and Holdings Limited
iv	Category/Sub-category of the Company	Public Limited Company/ Limited by Shares
v	Address of the Registered office & contact details	Ashiana 69-C, Bhulabhai Desai Road, Mumbai - 400 026 Tel No. : 022-23686618, Fax No.: 022-23684644 Email Id: ho@hawcoindia.com Website : www.winmoreleasingandholdings.com
vi	Whether listed company	Yes
vii	Name, Address & Contact details of the Registrars & Transfer Agent, if any.	Link Intime India Pvt. Ltd C-101, 247 Park, L.B.S. Marg, Vikhroli (W), Mumbai - 400083 Tel. 022-49186270 Fax No. 022-49186060 Email: rnt.helpdesk@linkintime.co.in

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	Leasing of immovable Property	6810	50.94
2	Investing	N.e.c	49.06

III. PARTICULARS OF HOLDING, SUBSIDIARY & ASSOCIATE COMPANIES:

Sr. No.	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING / SUBSIDIARY / ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
1	West Pioneer Properties (India) Pvt. Ltd Address - Unit No. 1002, 10th Floor, Tower 3, Indiabulls Finance Centre, Senapati Bapat Marg, Mumbai - 400013	U51909MH2004PTC149915	Subsidiary Company	93.40	2 (87)
2	Westfield Entertainment Pvt. Ltd Address: 1002, 10 th Floor, Tower 3, Indiabulls Finance Centre, Senapati Bapat Marg, Mumbai - 400013	U51909MH2005PTC151167	Deemed Subsidiary	93.40	2 (87)
3	Hardcastle & Waud Mfg Co. Ltd Address: Mall Office, 2nd Floor, Metro Junction Mall of West Pioneer Properties (India) Pvt Ltd, Netivali, Kalyan (E) 421306	L99999MH1945PLC004581	Associate Company	44%	2 (6)

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

i) Category-wise Shareholding

Category of Shareholders	No. of Shares held at the beginning of the year (As on 01.04.2017)				No. of Shares held at the end of the year (As on 31.03.2018)				% of change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	5,81,456	0	5,81,456	58.21	5,81,456	0	5,81,456	58.21	0
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 Corporate	8,370	0	8,370	0.84	8,370	0	8,370	0.84	0
e) Bank/FI	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) :	5,89,826	0	5,89,826	59.05	5,89,826	0	5,89,826	59.05	0
(2) Foreign									
a) NRI- Individuals	1,58,875	0	1,58,875	15.90	1,58,875	0	1,58,875	15.90	0
b) Other Individuals	0	0	0	0	0	0	0	0	0
c) Bodies Corporate	0	0	0	0	0	0	0	0	0
d) Bank/FI	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) :	1,58,875	0	1,58,875	15.90	1,58,875	0	1,58,875	15.90	0
Total Shareholding of Promoters									
(A) = (A) (1) + (A) (2)	7,48,701	0	7,48,701	74.95	7,48,701	0	7,48,701	74.95	0

Category of Shareholders	No. of Shares held at the beginning of the year (As on 01.04.2017)				No. of Shares held at the end of the year (As on 31.03.2018)				% of change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
B. Public Shareholding									
(1) Institutions									
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks/FI	0	0	0	0	0	0	0	0	0
c) Central Govt.	0	0	0	0	0	0	0	0	0
d) State Govt(s)	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FIIs	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
i) Others	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				0					
a) Bodies Corporates									
i) Indian	5	10	15	0	5	10	15	0	0
ii) Overseas	0	0	0	0	0	0	0	0	0
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs 1 lakh	55	36	91	0.01	55	36	91	0.01	0
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	2,49,924	134	2,50,058	25.03	2,49,924	134	2,50,058	25.03	0
c) Others - HUF	15	45	60	0.01	15	45	60	0.01	0
Sub Total (B) (2) :	2,49,999	225	2,50,224	25.05	2,49,999	225	2,50,224	25.05	0
Total Public shareholding (B) = (B) (1) + (B) (2)	2,49,999	225	2,50,224	25.05	2,49,999	225	2,50,224	25.05	0

Category of Shareholders	No. of Shares held at the beginning of the year (As on 01.04.2017)				No. of Shares held at the end of the year (As on 31.03.2018)				% of change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	9,98,700	225	9,98,925	100	9,98,700	225	9,98,925	100	0

ii) Shareholding of Promoters

Sr. No	Shareholder's Name	Shareholding at the beginning of the year (As on 01.04.2017)			Shareholding at the end of the year (As on 31.03.2018)			% of 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	Smt Lalitadevi Jatia	90,338	9.04	0	90,338	9.04	0	0
2	Smt Ushadevi Jatia	2,49,213	24.95	0	2,49,213	24.95	0	0
3	Smt Smita Jatia	83,200	8.33	0	83,200	8.33	0	0
4	Amit Jatia HUF	3,950	0.40	0	3,950	0.40	0	0
5	Shri Amit Jatia	1,54,723	15.49	0	1,54,723	15.49	0	0
6	Shri Anurag Jatia	1,58,875	15.90	0	1,58,875	15.90	0	0
7	Shri Akshay Jatia	1	0	0	1	0	0	0
8	Shri Ayush Jatia	1	0	0	1	0	0	0
9	Shri Banwari Lal Jatia	10	0	0	10	0	0	0
10	Banwari Lal Jatia HUF	10	0	0	10	0	0	0
11	Master Hemann Jatia	10	0	0	10	0	0	0
12	Saubhagya Impex Private Limited	5830	0.58	0	5,830	0.58	0	0
13	Vishwas Investment & Trading Company Private Limited	1,250	0.12	0	1,250	0.12	0	0
14	Shri Ambika Trading Company Private Limited	500	0.05	0	500	0.05	0	0

Sr. No	Shareholder's Name	Shareholding at the beginning of the year (As on 01.04.2017)			Shareholding at the end of the year (As on 31.03.2018)			% of 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	
15	Subh Ashish Exim Private Limited	250	0.03	0	250	0.03	0	0
16	Horizon Impex Private Limited	250	0.03	0	250	0.03	0	0
17	Achal Exim Private Limited	250	0.03	0	250	0.03	0	0
18	Hardcastle & Waud Mfg Co Limited	10	0	0	10	0	0	0
19	Anand Veena Twisters Private Limited	10	0	0	10	0	0	0
20	Hawcoplast Investments & Trading Limited	10	0	0	10	0	0	0
21	Houghton Hardcastle (India) Private Limited	2	0	0	2	0	0	0
22	Vandeep Trade Links Private Limited	2	0	0	2	0	0	0
23	Acacia Impex Private Limited	2	0	0	2	0	0	0
24	Concept Highland Business Private Limited	2	0	0	2	0	0	0
25	Akshay Ayush Impex Private Limited	1	0	0	1	0	0	0
26	Hardcastle Petrofer Private Limited	1	0	0	1	0	0	0
	Total	7,48,701	74.95	0	7,48,701	74.95	0	0

iii) Change in Promoters Shareholding (Specify if there is No Change)

Sr. No.		Shareholding at the beginning of the year (As on 01.04.2017)		Cumulative Shareholding during the year (01.04.2017 to 31.03.2018)	
		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	7,48,701	74.95	7,48,701	74.95
2	Date wise increase / decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc)	No Change	No Change	No Change	No Change
3	At the end of the year	7,48,701	74.95	7,48,701	74.95

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

Sr. No.	Name	Shareholding		Date	Increase / Decrease in shareholding	Reason	Cumulative Shareholding during the year (01.04.2017 to 31.03.2018)	
		No. of Shares at the beginning of the year (01.04.2017) / end of the year (31.03.2018)	% of total shares of the Company				No. of Shares	% of total shares of the Company
1	Ms Richa Agrawal	1,95,058	19.53	01.04.2017	-	-	1,95,058	19.53
		1,95,058	19.53	31.03.2018	-	-	1,95,058	19.53
2	Ms Manisha Himatsingka	55,000	5.51	01.04.2017	-	-	55,000	5.51
		55,000	5.51	31.03.2018	-	-	55,000	5.51
3	Hawco Lubricants Pvt. Ltd	0	0	01.04.2017	-	-	-	-
		-	-	19.01.2018	5	Transfer	5	0
		-	-	23.03.2018	10	Transfer	15	0
		15	0	31.03.2018	-	-	-	-

Sr. No.	Name	Shareholding		Date	Increase / Decrease in shareholding	Reason	Cumulative Shareholding during the year (01.04.2017 to 31.03.2018)	
		No. of Shares at the beginning of the year (01.04.2017) / end of the year (31.03.2018)	% of total shares of the Company				No. of Shares	% of total shares of the Company
4	Om Prakash Adukia HUF	10	0	01.04.2017	-	-	10	0
		10	0	31.03.2018	-	-	10	0
5	Shri Rajiv Adukia	10	0	01.04.2017	-	-	10	0
		10	0	31.03.2018	-	-	10	0
6	Smt Urmila Devi Adukia	10	0	01.04.2017	-	-	10	0
		10	0	31.03.2018	-	-	10	0
7	Smt Shilpa Rajiv Adukia	10	0	01.04.2017	-	-	10	0
		10	0	31.03.2018	-	-	10	0
8	Shri Parag Modi	10	0	01.04.2017	-	-	10	0
		10	0	31.03.2018	-	-	10	0
9	Shri Yashvardhan Adukia	5	0	01.04.2017	-	-	5	0
		5	0	31.03.2018	-	-	5	0
10	Smt Shakuntala Devi Adukia	5	0	01.04.2017	-	-	5	0
		5	0	31.03.2018	-	-	5	0

v) Shareholding of Directors & Key Managerial Personnel:

Sr. No.	Name	Shareholding		Date	Increase / Decrease in shareholding	Reason	Cumulative Shareholding during the year (01.04.2017 to 31.03.2018)	
		No. of Shares at the beginning of the year (01.04.2017) / end of the year (31.03.2018)	% of total shares of the Company				No. of Shares	% of total shares of the Company
1	Shri Om Prakash Adukia	10	0	01.04.2017	-	-	10	0
		10	0	31.03.2018	-	-	10	0

V. INDEBTEDNESS

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

				Amount in Rs
Indebtedness at the beginning of the financial year (01.04.2017)	Secured Loans	Unsecured Loans	Deposits	Total Indebtedness
i. Principal Amount				
ii. Interest due but not paid				
iii. Interest accrued but not due				
Total (i + ii + iii)				
Change in Indebtedness during the financial year				
Additions		NIL		
Reduction				
Net Change				
Indebtedness at the end of the financial year (31.03.2018)				
i. Principal Amount				
ii. Interest due but not paid				
iii. Interest accrued but not due				
Total (i + ii + iii)				

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sr. No.	Particulars of Remuneration	Manager	Director	Total Amount Rs
		Shri Amit Moona	Shri O. P. Adukia	
1	Gross Salary			
	(a) Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961	-	-	-
	(b) Value of perquisites u/s 17(2) of Income Tax Act, 1961	-	-	-
	(c) Profits in lieu of Salary under section 17(3) of Income Tax Act, 1961	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission - as % of Profit	-	-	-
5	Others			
	-Sitting Fees	2,000	6,000	8,000
	Total (A)	2,000	6,000	8,000
	Ceiling as per the Act	NA		

B) Remuneration to other Directors:

Sr. No.	Particulars of Remuneration	Name of the Director				Total Amount Rs lakh
		Shri Anil Gupta	Shri M. C. Panda	Shri Shivhari Halan	Dr Shatadru Sengupta	
1	Independent Directors					
	(a) Fee for attending board / committee meetings	4,500	5,000	5,000	1,500	16,000
	(b) Commission	-	-	-	-	-
	(c) Others	-	-	-	-	-
	Total (1)	4,500	5,000	5,000	1,500	16,000

2	Other Non-Executive Directors	Smt Seema Arora	Total Amount Rs
	(a) Fee for attending board meetings	2,500	2,500
	(b) Commission	-	-
	(c) Others	-	-
	Total (2)	2,500	2,500
	Total (B) = 1 + 2		18,500
	Total Managerial Remuneration		26,500
	Overall Ceiling as per the Act.	NA	

C) Remuneration to Key Managerial Personnel other than MD / MANAGER / WTD:

Sr. No	Particulars of Remuneration	KMP		Total Amount Rs Lakh
		Shri D L Pawar - CFO	Shri P F Fernandes - Company Secretary (w.e.f 24.1.2018)	
1	Gross Salary			
	(a) Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961	-	0.33	0.33
	(b) Value of perquisites u/s 17(2) of Income Tax Act, 1961	-	-	-
	(c) Profits in lieu of Salary under section 17(3) of Income Tax Act, 1961	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission - as % of Profit	-	-	-
5	Others	0.05	-	0.05
	Total	0.05	0.33	0.38

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			NIL		
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment					
Compounding					