Annexure to Directors' Report Form No. MGT-9

Extract of Annual Return as on the financial year ended on March 31, 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:	U99999DL1999PLC102626
ii) Registration Date	December 01, 1999
iii) Name of the Company	SPA Capital Advisors Limited
iv) Category / Sub-Category of the Company	Public company limited by shares
v) Address of the Registered office and	25, C - Block, Community Centre
contact details	Janak Puri, New Delhi - 110 058
	Tel. No.: +91 11 4567 5500
	Fax No.: +91 11 2553 2644
vi) Whether listed company	No
vii) Name, Address and Contact details of	
Registrar and Transfer Agent, if any	

II. Principal business activities of the company

All the business activities contributing 10% or more of the total turnover of the company are given below:

Name and Description of main products / services	NIC Code of the Product / service	% to total turnover of the company
Dealing in securities on own account	6499	98.71

^{*} As per National Industrial Classification - Ministry of Statistics and Programme Implementation

III. Particulars of holding, subsidiary and associate companies

Name and Address of	CIN/GLN	Holding/ Subsidiary/	% of shares	Applicable
the company		Associate	held	section
Nil	NA	NA	NA	NA

IV. Share holding pattern (Equity Share Capital Breakup as percentage of Total Equity)

i) Category-wise Share Holding

Category of Shareholders		hares held at year (As on 0		0	No. of Shares held at the end of the year (As on 31-03-2019)**				%
Shareholders	Demat	Physical*	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	Change during the Year
A. Promoters & Pro	moter Gro	oup		•	•			•	
(1) Indian									
a)Individual/HUF	0	2,404,250	2404250	66.69%	0	2,404,250	2404250	66.69%	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 Corp.	0	1201,100	1,201,100	33.31%	0	1201,100	1,201,100	33.31%	0
e) Banks / 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):-	0	3,605,350	3,605,350	100.00	0	3,605,350	3,605,350	100.00	0
(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 / 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):-	0	0	0	0	0	0	0	0	0
Total	0	3,605,350	3,605,350	100.00	0	3,605,350	3,605,350	100.00	0
shareholding of	ŭ	0,000,000	0,000,000	100.00		5,005,550	5,005,550	100.00	
Promoter &									
Promoter Group									
(A) =									
(A)(1)+(A)(2)									
B. Public									
Shareholding									
1. Institutions	,				ı	T		1	1
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	0	0	0	0	0	0	0	0	0
Funds	-			-	_	_		_	_
f) Insurance	0	0	0	0	0	0	0	0	0
Companies									_
g) FIIs	0	0	0	0	0	0	0	0	0
h)Foreign Venture	0	0	0	0	0	0	0	0	0
Capital Funds i)Others (specify)	0	0	0	0	0	0	0	0	0
	0	0	0	0	0	0	0	0	
Sub-total (B)(1):- 2.Non-Institutions	0	0	0	0	0	0	0	0	0
a) Bodies Corp.	U	U	U	U	U	U	U	U	U
i) Indian	0	0	0	0	0	0	0	0	0
ii) Overseas	0	0	0	0	0	0	0	0	0
b) Individuals	U	0	0	U	U	0	0	U	
i) holding nominal	0	0	0	0	0	0	0	0	0
share capital upto	Ů	o o	o d	Ü	Ů	Ü	Ü		
Rs. 1 lakh									
ii) holding nominal	0	0	0	0	0	0	0	0	0
share capital in									
excess of Rs 1 lakh									
C. Any Other									
Office Bearers	0	0	0	0	0	0	0	0	0
Qualified Foreign	0	0	0	0	0	0	0	0	0
Investor									
Non Resident	0	0	0	0	0	0	0	0	0
Indians (Repat)									
Non Resident	0	0	0	0	0	0	0	0	0
Indians (Non									
Repat)	^	•	0	^	^	^	^		0
Foreign Nationals	0	0	0	0	0	0	0	0	0
Clearing Member	0	0	0	0	0	0	0	0	0
Directors/Relatives	0	0	0	0	0	0	0	0	0
Trusts Foreign Company	0	0	0	0	0	0	0	0	0
Foreign Company Foreign Portfolio	0	0	0	0	0	0	0	0	0
Investor	U	U	U	U	0		0		0
(Corporate)									
Overseas Bodies	0	0	0	0	0	0	0	0	0
Corporate	· ·	3		U					
Sub-total (B)(2):-	0	0	0	0	0	0	0	0	0
Total Public	0	0	0	0	0	0	0	0	0
Shareholding	ŭ	3					Ů		
Public Group									
(B)=(B)(1)+(B)(2)					<u> </u>	<u></u>	<u></u>		
C. Shares held by	0	0	0	0	0	0	0	0	0

Custodian for GDRs & ADRs									
Grand Total (A+B-C)	0	3,605,350	3,605,350	100.00	0	3,605,350	3,605,350	100.00	0

^{* 100%} Shareholding is in physical form.

ii) Shareholding of Promoter and Promoter Group:-

Shareholder's Name	Share ho		beginning of 04-2018)** % of Shares Pledged / encumbered to total	Share hold	ling at the e on 31-03-2 % of total Shares of the	% of Shares Pledged / encumbered to total	% change in share holding during
		company	shares		company	shares	the year
Promoter							
Sandeep Parwal	776250	21.53	NA	776250	21.53	NA	0.00
Kamal Kishore Somani	453000	12.56	NA	453000	12.56	NA	0.00
Promoter Group			T	Ī	Ī		
Honey Parwal	281250	7.80	NA	281250	7.80	NA	0.00
Kanav Parwal	250000	6.93	NA	250000	6.93	NA	0.00
Sandeep Parwal HUF	250000	6.93	NA	250000	6.93	NA	0.00
Rameshwar Dass Parwal HUF	281250	7.80	NA	281250	7.80	NA	0.00
Kamal Kishore Somani HUF	112500	3.12	NA	112500	3.12	NA	0.00
R P Computer Forms Private Limited	281250	7.80	NA	281250	7.80	NA	0.00
SPA Global Private Limited	458700	12.72	NA	458700	12.72	NA	0.00
I-Con Industries Limited	334900	9.29	NA	334900	9.29	NA	0.00
Penguin Developers Private Limited	126250	3.50	NA	126250	3.50	NA	0.00
Total	3605350	100	NA	3605350	100	NA	0.00

^{**} An allotment of 13,47,750 equity shares has been made on 09.02.2017 via right issue to the existing shareholders of the Company but the allotment has been stayed by NCLT order dated 21.04.2017.

iii) Change in Promoters' Shareholding

Particulars		olding at the ng 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	
At the beginning of the year (01.04.2018)	3605350	100.00	3605350	100.00	
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):	NA	NA	NA	NA	
At the end of the year (31.03.2019)**	3605350	100.00	3605350	100.00	

^{**} An allotment of 13,47,750 equity shares has been made on 09.02.2017 via right issue to the existing shareholders of the Company but the allotment has been stayed by NCLT order dated 21.04.2017.

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

v) Shareholding of Directors and Key Managerial Personnel:

Sr. No.	Name of Directors and KMP	beginni	Shareholding at the beginning of the year (01.04.2018) Changes in Sharehold-ing (No. of Shares)		d-ing (No.		ling at the end of (31.03.2019)**
		No. of shares	% of total shares of the	Increas e	Decrease	No. of shares	% of total shares of the
			company				company
1	Sandeep Parwal	776250	21.53	·	-	776250	21.53
2	Kamal Kishore Somani	453,000	12.56	-	-	453,000	12.56
3	Rameshwar Dass Parwal	-	-	-	-	-	-
4	Ankit Somani	-	-	-	-	-	-
5	Honey Parwal	281250	7.80	-	-	281250	7.80
6	Namburi Kumaraswamy	-	-	-	-	-	-
7	Rajesh Bagri	-	-	-	-	-	-

^{**} An allotment of 13,47,750 equity shares has been made on 09.02.2017 via right issue to the existing shareholders of the Company but the allotment has been stayed by NCLT order dated 21.04.2017.

V. Indebtedness

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

Particulars	Secured Loans excluding	Unsecured Loans	Deposit	Total Indebtedness
T 11: 1	Deposits	204.0)		
Indebtedness at the beginning		(018)	1	
(i) Principal amount	549,961,867	-	-	549,961,867
(ii) Interest due but not paid	-	-	-	-
(iii) Interest accrued but not	-	-	-	1
due				
Total (i+ii+iii)	549,961,867	-	-	549,961,867
Changes in Indebtedness duri	ng the year			
Addition	5,61,59,57,092	15,67,00,000	-	5,77,26,57,092
Reduction	5,91,43,25,085	15,67,00,000	-	6,07,10,25,085
Net Change	(29,83,67,993)	-	-	(29,83,67,993)
Indebtedness at the end of the	financial year (Ma	rch 31, 2019)		
(i) Principal amount	25,15,93,874	-	-	25,15,93,874
(ii) Interest due but not paid	-	1	-	-
(iii) Interest accrued but not	-	-	_	-
due				
Total (i+ii+iii)	25,15,93,874	-	-	25,15,93,874

VI. Remuneration of directors and Key Managerial Personnel

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

Particulars of	Name of MD/WTD/	Total
Remuneration	Manager	Amount (Rs.)
Name of MD / WTD / Manager	Mr. Ankit Somani Whole Time Director	

Particulars of	Name of MD/WTD/	Total
Remuneration	Manager	Amount (Rs.)
Gross salary		
(a) Salary as per provisions contained in	2,00,000	2,00,000
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	NA	NA
17(3) Income-tax Act, 1961		
Stock Option	NA	NA
Sweat Equity	NA	NA
Commission	NA	NA
- as % of profit		
-others, specify		
Others, please specify	NA	NA
Total (A)	2,00,000	2,00,000
Ceiling as per the Act	Rs. 7,00,000 being higher	of the limit as
	specified under Clause (i) to the	
	to Section 197(1) and the lim	•
	Schedule V read with Section	on 197(3) of the
	Companies Act, 2013.	

B. Remuneration to other directors: Not Applicable

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD:

Particulars of Remuneration	Key Managerial Personnel	Total
Name of Key Managerial Personnel	Neena Agarwal *	
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) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income tax Act, 1961	13,76,160	13,76,160
Stock Option	NA	NA
Sweat Equity	NA	NA
Commission as % of profit	NA	NA
Others, please specify - Company's contribution to PF - Gratuity Paid - Medical Reimbursement	0 0 0	0 0 0
Total	13,76,160	13,76,160

^{*} Ms. Neena Agarwal was appointed as Company Secretary of the company with effect from June 02, 2018 and again ratified by the Board in their meeting held on 03.12.2018 in the chairmanship of Hon'ble chief justice Mr. Badar Durrez Ahmed appointed by Hon'ble National Company Law Tribunal vide its interim order dated 12.10.2018.

Ms. Neena Agarwal has resigned from the position of the Company Secretary of the Company vide letter dated April 01, 2019 with effect from April 23, 2019.

VII. Penalties / Punishment/ Compounding of offences: Not Applicable

On behalf of the Board of Directors SPA Capital Advisors Limited

Sandeep Parwal Rameshwar Dass Parwal

Date: September 04, 2019 Director Director Place: New Delhi DIN: 00025803 DIN: 00293293

Honey Parwal Director DIN: 00025835