## Form No. MGT 9 EXTRACT OF ANNUAL RETURN

as on the financial year ended on March 31, 2020 [Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2016]

#### I. Registration and other details:

i) CIN:	L65910DL1984PLC018749
ii) Registration Date	July 20, 1984
iii) Name of the Company	SPA Capital Services Limited
iv) Category / Sub-Category of the Company	Public Company Limited by shares
v) Address of the Registered office and contact	25, C - Block, Community Centre
details	Janak Puri, New Delhi - 110 058
	Tel No.: +91 11 4567 5500
	Fax No.: +91 11 2553 2644
vi) Whether listed company	Yes
vii) Name, Address and Contact details of	MAS Services Ltd.
Registrar and Transfer Agent, if any	T-34, IInd Floor,
	Okhla Industrial Area
	Phase-II, New Delhi 110020
	Ph:- +91-11-2638 7281 82, 83
	Fax: - +91-11-2638 7384
	Email: - info@masserv.com
	Website:
	http://www.masserv.com/index.asp
	<del></del>

#### 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	0%
Activities auxiliary to financial services	6619	100%

<sup>\*</sup> As per National Industrial Classification – Ministry of Statistics and Programme Implementation

#### III. Particulars of holding, subsidiary and associate companies

Name and Address of the company	CIN/GLN	Holding/ Subsidiary/	% of shares	Applicable section
		Associate	held	
SPA INVESTMENT	U72900MH2005PTC154875	Associate	40.2%	Section
ADVISER PRIVATE				2(6) of
LIMITED (Previously				Companies
known as IFAN				Act, 2013
FINSERV PRIVATE				
LIMITED)				

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

## i) Category-wise Share Holding

Category of Shareholders		Shares held e year (As				Shares held year (As on S			% Chang
	Dema t	Physical	Total	% of Total Shares	Dem at	Physical	Tota l	% of Total Shares	e during the Year
A. Promoter & Promoter Group (1) Indian									
a)Individual/HUF	8,47,7 00	0	8,47,7 00	27.57	8,47, 700	0	8,47, 700	27.57	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.	12,42, 500	0	12,42, 500	40.42	12,4 2,50 0	0	12,4 2,50 0	40.42	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):-	20,90 ,200	0	20,90 ,200	67.99	20,9 0,20 0	0	20,9 0,20 0	67.99	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 shareholding of Promoter & Promoter Group (A) = (A)(1)+(A)(2)	20,90	0	20,90 ,200	67.99	20,9 0,20 0	0	20,9 0,20 0	67.99	0
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

0.1	0	0	0	0	0	1 0	0	0	0
f) Insurance	0	0	0	0	0	0	0	0	0
Companies	0	0	0	0	0	0	0	0	0
g) FIIs	0	0	0	0	0	0	0	0	0
h)Foreign	0	0	0	0	0	0	0	0	0
Venture Capital									
Funds	0	0		0	-	0	0	0	-
i)Others (specify)	0	0	0	0	0	0	0	0	0
Sub-total	0	0	0	0	0	0	0	0	0
(B)(1):-	0	0					0	0	0
2.Non-	0	0	0	0	0	0	0	0	0
Institutions									
a) Bodies Corp.	05.50		05.50	205	0==	I .	0.5.5	205	-
i) Indian	87,50	0	87,50	2.85	87,5	0	87,5	2.85	0
	0		0		00	_	00	_	_
ii) Overseas	0	0	0	0	0	0	0	0	0
b) Individuals						T	T		
i) Individual	1,36,3	5,24,230	6,60,5	21.49	1,22,	5,24,230	6,46,	21.03	(0.46)
shareholders	00		30		300		530		
holding nominal									
share capital upto									
Rs. 1 lakh									
ii) Individual	1,79,9	56,050	2,35,9	7.67	1,93,	56,050	2,49,	8.13	0.46
shareholders	45		95		945		995		
holding nominal									
share capital in									
excess of Rs 1									
lakh									
C. Any Other						ı .			
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)									
Foreign Nationals	0	0	0	0	0	0	0	0	0
Clearing Member	0	0	0	0	0	0	0	0	0
Directors/Relativ	0	0	0	0	0	0	0	0	0
es					_				
Trusts	0	0	0	0	0	0	0	0	0
Foreign Company	0	0	0	0	0	0	0	0	0
Foreign Portfolio	0	0	0	0	0	0	0	0	0
Investor									
(Corporate)									
Overseas Bodies	0	0	0	0	0	0	0	0	0
Corporate									
Sub-total	0	0	0	0	0	0	0	0	0
(B)(2):-									

Total Public	4,03,	5,80,28	9,84,	32.01	4,03,	5,80,280	9,84,	32.01	0
Shareholding	745	0	025		745		025		
Public Group									
(B)=(B)(1)+(B)(2									
)									
C. Shares held by	0	0	0	0	0	0	0	0	0
Custodian for									
GDRs & ADRs									
<b>Grand Total</b>	23,43	7,30,40	30,74	100	24,9	5,80,280	30,7	100	0
(A+B+C)	,825	0	,225		3,94		4,22		
					5		5		

## ii) Shareholding of Promoters:-

Shareholder's Name		ding at the r (As on 01	beginning of -04-2019)		ing at the e	nd of the year 2020)	% change
	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	in share holding during the year
Promoters							
Sandeep Parwal	2,52,525	8.21	NA	2,52,525	8.21	NA	0.00
Kamal Kishore Somani	2,10,175	6.84	NA	2,10,175	6.84	NA	0.00
Promoter							
Group							
Dhrubtara Trading Private Limited	5,86,250	19.07	NA	5,86,250	19.07	NA	0.00
Defiant Enterprises Private Limited	5,68,750	18.50	NA	5,68,750	18.50	NA	0.00
Honey Parwal	1,75,000	5.69	NA	1,75,000	5.69	NA	0.00
Sandeep Parwal HUF	1,22,500	3.98	NA	1,22,500	3.98	NA	0.00
Vijay Shree Builders Private Limited	87,500	2.85	NA	87,500	2.85	NA	0.00
Kamal Kishore Somani HUF	35,000	1.14	NA	35,000	1.14	NA	0.00
Rameshwar Dass Parwal	26,250	0.85	NA	26,250	0.85	NA	0.00
Laxmi Devi	26,250	0.85	NA	26,250	0.85	NA	0.00

Parwal	]						
Total	20,90,200	67.99	NA	20,90,200	67.99	NA	0.00

## iii) Change in Promoters' Shareholding

### (a) Mr. Sandeep Parwal

Particulars		lding at the g of the year	Sharehol	ulative ding during 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 (01.04.2019)	2,52,525	8.21		
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):		N	IL	
At the end of the year (31.03.2020)			2,52,525	8.21

#### (b) Mr. Kamal Kishore Somani

Particulars		lding at the g of the year	Sharehol	ulative ding during 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 (01.04.2019)	2,10,175	6.84		
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):  Transfer of Shares from Mr. Ankit Somani to		N	IL	
Mr. Kamal Kishore Somani				
At the end of the year (31.03.2020)			2,10,175	6.84

#### (c) Dhrubtara Trading Private Limited

(c) Diffuscara Trading Trivate Efficient	=					
Particulars	Shareho	lding at the	Cum	Cumulative		
	beginning	g of the year	ne year   Shareholding duri			
			the	year		
	No. of	% of total	No. of	% of total		
	shares	shares of	shares	shares of		
		the		the		
		company		company		
At the beginning of the year (01.04.2019)	5,86,250	19.07				
Date wise Increase / Decrease in Promoters		N	IL			
Share holding during the year specifying the						
reasons for increase / decrease (e.g. allotment /						

transfer / bonus/ sweat equity etc):			
At the end of the year (31.03.2020)		5,86,250	19.07

## (d) Defiant Enterprises Private Limited

Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during	
			the	year
	No. of	% of total	No. of	% of total
	shares	shares of	shares	shares of
		the		the
		company		company
At the beginning of the year (01.04.2019)	5,68,750	18.50		
Date wise Increase / Decrease in Promoters		N	IL	
Share holding during the year specifying the				
reasons for increase / decrease (e.g. allotment /				
transfer / bonus/ sweat equity etc):				
At the end of the year (31.03.2020)			5,68,750	18.50

#### (e) Honey Parwal

Particulars	Shareholding at the beginning of the year		Sharehol	ulative ding during 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 (01.04.2019)	1,75,000	5.69		company
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):		N	IL	
At the end of the year (31.03.2020)			1,75,000	5.69

#### (f) Sandeep Parwal HUF

Particulars	Shareholding at the beginning of the year			
			the	year
	No. of shares	% of total shares of the	No. of shares	% of total shares of the
		company		company
At the beginning of the year (01.04.2019)	1,22,500	3.98		company
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):		N	IL	
At the end of the year (31.03.2020)			1,22,500	3.98

#### (g) Vijay Shree Builders Private Limited

Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during	
			th	ie year
	No. of	% of total	No. of	% of total
	shares	shares of	shares	shares of
		the		the
		company		company
At the beginning of the year (01.04.2019)	87,500	2.85		
Date wise Increase / Decrease in Promoters		N	IL	
Share holding during the year specifying the				
reasons for increase / decrease (e.g. allotment /				
transfer / bonus/ sweat equity etc):				
At the end of the year (31.03.2020)			87,500	2.85

## (h) Kamal Kishore Somani HUF

Particulars	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
At the beginning of the year (01.04.2019)	35,000	1.14		
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):		N	IL	
At the end of the year (31.03.2020)			35,000	1.14

#### (i) Rameshwar Dass Parwal

Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during	
			th	e year
	No. of % of total shares of		No. of shares	% of total shares of
		the		the
		company		company
At the beginning of the year (01.04.2019)	26,250	0.85		
Date wise Increase / Decrease in Promoters		N	IL	
Share holding during the year specifying the				
reasons for increase / decrease (e.g. allotment /				
transfer / bonus/ sweat equity etc):				
At the end of the year (31.03.2020)			26,250	0.85

#### (j) Laxmi Devi Parwal

Particulars	Shareholding at the beginning of the year		Shareho	nulative lding during e 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 (01.04.2019)	26,250	0.85		<u> </u>
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):		N	IL	
At the end of the year (31.03.2020)			26,250	0.85

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

S. No.	Name of shareholders	Shareholding at the beginning of the vear		Change in Shareholding (No. of shares)			ding at the the year
		No. of	% of total	Increas	Decreas	No. of	% of total
		shares	shares of	e	e	shares	shares of
			the				the
			Company				Company
1.	Zealous Financial	87,500	2.85%	-	-	87,500	2.85%
	Services Private						
	Limited						
2.	Satish Kumar	64,750	2.11%	-	-	64,750	2.11%
	Maheshwari						
3.	Rama Nand Sharma	41,195	1.34 %	-	-	41,195	1.34 %
4.	Anita Satish	36,750	1.20 %	-	-	36,750	1.20 %
	Maheshwari						
5.	Sunil Maheshwari	35,175	1.14	-	-	35,175	1.14
6.	Sanju Sharma	31,500	1.02 %	-	-	31,500	1.02 %
7.	Vijay Kumar Tehlan	17,675	0.57	-	-	17,675	0.57
8.	Santosh Kabra	14,000	0.46	-	-	14,000	0.46
9.	Anju Jain	7,000	0.22	7,000	0.22	14,000	0.44
10.	Sanjay Joon	8,750	0.28	-	-	8,750	0.28

#### v) Shareholding of Directors and Key Managerial Personnel:

S.	Name of	Shareholding at the		Changes in		Shareholding at the	
No.	Directors and	beginning of the year		Shareholding (No.		end of	the year
	KMP	(01.04.2019)		of Shares)		(31.03	3.2020)
		No. of	% of total	Increas	Decreas	No. of	% of
		shares	shares of	e	e	shares	total
			the				shares of
			company				the

							company
1	Sandeep Parwal	2,52,525	8.21	Nil	Nil	2,52,525	8.21
2	Kamal Kishore	2,10,175	6.84	Nil	Nil	2,10,175	6.84
	Somani*						
3	Honey Parwal	1,75,000	5.69	Nil	Nil	1,75,000	5.69
4	Sanjay Kumar Jain	8,925	0.29	Nil	Nil	8,925	0.29
5	Kajal Gupta	0	0	0	0	0	0

#### V. Indebtedness

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

Particulars	Secured Loans	Unsecured	Deposit	Total
	excluding	Loans		Indebtedness
	Deposits			
Indebtedness at the beginning	of year (April 01, 20	)19)		
(i) Principal amount	140,557,212	198,712,777	ı	339,269,989
(ii) Interest due but not paid	-	•	-	-
(iii) Interest accrued but not	-	4,087,257	-	4,087,257
due				
Total (i+ii+iii)	140,557,212	202,800,034		343,357,246
Changes during the year				
Addition	0	0	-	0
Reduction	7,56,30,290	3,77,54,052	-	11,33,84,342
Net Change	(7,56,30,290)	(3,77,54,052)	-	(11,33,84,342)
Indebtedness at the end of the f	inancial year (Marc	ch 31, 2020)		
(i) Principal amount	6,49,26,922	175,045,982	-	23,99,72,904
(ii) Interest due but not paid	-	-	-	-
(iii) Interest accrued but not	-	-	-	-
due				
Total (i+ii+iii)	6,49,26,922	17,50,45,982	-	23,99,72,904

#### VI. Remuneration of directors and Key Managerial Personnel

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

Particulars of Remuneration	Name of MD / W	Total	
			Amount (Rs.)
Name of MD/WTD/Manager	Mr. Sandeep	Mr. Mahaveer	
	Parwal,	Prasad	
	Chairman Cum	Mundhra,	
	Managing Director	Whole time	
		Director	
Gross salary			
(a) Salary as per provisions contained in	36,00,000	7,50,000	43,50,000
section 17(1) of the Income- tax Act,			
1961			
(b) Value of perquisites u/s 17(2)	0	0	0

Particulars of Remuneration	Name of MD / WTD / Manager		Total	
			Amount (Rs.)	
Income-tax Act, 1961				
(c) Profits in lieu of salary under section	0	0	0	
17(3) Income-tax Act, 1961				
Stock Option	0	0	0	
Sweat Equity	0	0	0	
Commission	0	0	0	
- as % of profit				
-others, specify				
Others, please specify	0	0	0	
Total (A)	36,00,000	7,50,000	43,50,000	
Ceiling as per the Managerial	Rs. 168 lakhs being higher of the limit as			
Remuneration under Section 197 of	specified under Clause (i) to the second Proviso			
Companies Act, 2013 read with	to Section 197(1) and the limit specified under			
Companies (Appointment and	Schedule V read with Section 197(3) of the			
Remuneration of Managerial Personnel)	Companies Act, 201	3.		
Rules, 2016 (excluding contribution to				
gratuity fund and provision for leave				
encashment on retirement) paid /				
payable to Directors.				

#### B. Remuneration to other directors: Not Applicable

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

Particulars of Remuneration	Key Managerial Personnel		
Name of KMP	Mr. Sanjay Kumar Jain	Ms. Kajal Gupta	Total
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) Incometax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income tax Act, 1961	25,75,000	5,56,264	31,31,264
Stock Option	0	0	0
Sweat Equity	0	0	0
Commission as % of profit	0	0	0
Others, please specify	0	0	0
Total	25,75,000	5,56,264	31,31,264

#### VII. Penalties / Punishment/ Compounding of offences: Nil