Annexure - 1 to Directors' Report Form No. MGT 9 EXTRACT OF ANNUAL RETURN

as on the financial year ended on March 31, 2018 [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:	U65910DL1984PLC018749		
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	No		
vii) Name, Address and Contact details of	N.A.		
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	30.66	
Activities auxiliary to financial services	6619	69.34	

^{*} 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/ Associate	% of shares held	Applicable section
N.A.	N.A.	N.A.	N.A.	N.A.

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	0	2,42,200	2,42,2 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.	0	3,55,000	3,55,0 00	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):-	0	5,97,20 0	5,97, 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)	0	5,97,20 0	5,97, 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		0	0	0
f) Insurance	0	0	0	0	0	0	0	0	0
Companies	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	
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):-					-				
2. Non-	0	0	0	0	0	0	0	0	0
Institutions									
a) Bodies Corp.	_					Γ			
i) Indian	0	36,770	36,77	4.19	87,5	0	87,5	2.85	(1.33)
			0		00		00		
ii) Overseas	0	0	0	0	0	0	0	0	0
b) Individuals						Ī		1	
i) Individual	0	2,05,330	2,05,3	23.38	1,08,	5,52,080	6,60,	21.49	(1.89)
shareholders			30		450		530		
holding nominal									
share capital upto									
Rs. 1 lakh									
ii) Individual	0	39,050	39,05	4.45	57,6	1,78,320	2,35,	7.67	3.22
shareholders			0		75		995		
holding nominal									
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)									
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	Ŭ								J
Sub-total	0	0	0	0	0	0	0	0	0
(B)(2):-									J
(~)(-)'			l			l	L	<u> </u>	

Total Public	0	2,81,15	2,81,	32.01	2,53,	730400	9,84,	32.01	0
Shareholding		0	150		625		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									
Grand Total	0	8,78,35	8,78,	100.00	0	30,74,22	30,7	100.00	0
(A+B+C)		0	350			5	4,22		
							5		

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

ii) Shareholding of Promoters:-

Shareholder's Name		lding at the ar (As on 01	beginning of 1-04-2017)		ing at the e	nd of the year 2018)	% 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	72,150	8.21	NA	2,52,525	8.21	NA	0.00
Kamal Kishore Somani	50,050	5.70	NA	1,75,175	5.70	NA	0.00
Promoter							
Group							
Dhrubtara Trading Private Limited	1,67,500	19.07	NA	5,86,250	19.07	NA	0.00
Defiant Enterprises Private Limited	1,62,500	18.50	NA	5,68,750	18.50	NA	0.00
Honey Parwal	50,000	5.69	NA	1,75,000	5.69	NA	0.00
Sandeep Parwal HUF	35,000	3.98	NA	1,22,500	3.98	NA	0.00
Vijay Shree Builders Private Limited	25,000	2.85	NA	87,500	2.85	NA	0.00
Ankit Somani	10,000	1.14	NA	35,000	1.14	NA	0.00
Kamal Kishore Somani HUF	10,000	1.14	NA	35,000	1.14	NA	0.00
Rameshwar	7,500	0.85	NA	26,250	0.85	NA	0.00

Dass Par	wal							
Laxmi	Devi	7,500	0.85	NA	26,250	0.85	NA	0.00
Parwal								
Total		597,200	67.99	NA	20,90,200	67.99	NA	0.00

iii) Change in Promoters' Shareholding

Particulars	beginni	ding at the ng of the ear	Cumulative Shareholding during the year	
	No. of shares	% of total shares of	No. of shares	% of total shares of
		the		the
		company		company
At the beginning of the year (01.04.2017)	5,97,200	67.99	5,97,200	67.99
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): Bonus allotment on 25/09/2017			14,93,000 Ec	quity shares
At the end of the year (31.03.2018)	5,97,200	67.99	20,90,200	67.99

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 year		Share	nge in holding shares)	Shareholding at the end of the year		
		No. of shares	% of total shares of the Company	Increas e	Decreas e	No. of shares	% of total shares of the Company	
1.	Zealous Financial Services Private Limited	25,000	2.85%	62,500	-	87,500	2.85%	
2.	Sanju Sharma	0	0 %	31,500	-	31,500	1.02 %	
3.	Satish Kumar Maheshwari	0	0%	64,750	-	64,750	2.11%	
4.	Anita Satish Maheshwari	0	0%	36,750	-	36,750	1.20 %	
5.	Sunil Maheshwari	10,050	1.14	25,125	-	35,175	1.14	
6.	Rama Nand Sharma	0	0%	41,195	-	41,195	1.34 %	
7.	Vijay Kumar Tehlan	5,050	0.57	12,625	-	17,675	0.57	
8.	Santosh Kabra	4,000	0.46	10,000	-	14,000	0.46	

9.	Sanjay Kumar Jain	2,550	0.29	6,375	-	8,925	0.29
10.	Sanjay Joon	2,500	0.28	6,250	-	8,750	0.28

v) Shareholding of Directors and Key Managerial Personnel:

S. No.	Name of Directors and KMP	beginning	ding at the g of the year 4.2017)	•	ges in ding (No. ares)	Shareholding at the end of the year (31.03.2018)	
		No. of shares	% of total shares of the company	Increas e	Decreas e	No. of shares	% of total shares of the company
1	Sandeep Parwal	72,150	8.21	1,80,375	Nil	2,52,525	8.21
2	Kamal Kishore Somani	50,050	5.70	1,25,125	Nil	175175	5.70
3	Honey Parwal	50,000	5.69	1,25,000	Nil	1,75,000	5.69
4	Sanjay Kumar Jain	2,550	0.29	6,375	Nil	8,925	0.29

V. Indebtedness

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

Particulars	Secured Loans	Unsecured	Deposit	Total			
	excluding Deposits	Loans		Indebtedness			
Indebtedness at the beginning of year (April 01, 2017)							
(i) Principal amount	121,598,572	1	-	121,598,572			
(ii) Interest due but not paid	186,012	1	-	186,012			
(iii) Interest accrued but not due	-	-	-	-			
Total (i+ii+iii)	121,784,584	-	-	121,784,584			
Changes during the year							
Addition			-				
	425,153,847	10,000,000		435,153,847			
Reduction			-				
	232,918,744	10,000,000		242,918,744			
Net Change	192,235,104	-	-	192,235,104			
Indebtedness at the end of the fin	Indebtedness at the end of the financial year (March 31, 2018)						
(i) Principal amount	314,019,688	ı	•	314,019,688			
(ii) Interest due but not paid	1,308,904	-	-	1,308,904			
(iii) Interest accrued but not due	-	-	-	-			
Total (i+ii+iii)	315,328,592	-	-	315,328,592			

VI. Remuneration of directors and Key Managerial Personnel

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

Particulars of Remuneration	Particulars of Remuneration Name of MD / W		Total Amount (Rs.)
Name of MD/WTD/Manager	Mr. Sandeep Parwal, Managing Director	Mr. Mahavir Prasad Mundhra, Whole time Director	Amount (KS.)
Gross salary			
(a) Salary as per provisions contained in section 17(1) of the Income- tax Act, 1961	30,00,000	15,00,000	45,00,000
(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	0	0	0
(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	0	0	0
Stock Option	0	0	0
Sweat Equity	0	0	0
Commission - as % of profit -others, specify	0	0	0
Others, please specify (Company's contribution to PF + Pension fund) Employer contribution of PF Reimbursement of expenses	21,600	- 97,960	21,600 97,960
Total (A)	30,21,600	15,97,960	46,19,560
Ceiling as per the Managerial Remuneration under Section 197 of Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2016 (excluding contribution to gratuity fund and provision for leave encashment on retirement) paid / payable to Directors.	Rs. 336 lakhs being higher of the limit as specified under Clause (i) to the second Proviso to Section 197(1) and the limit specified under Schedule V read with Section 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			
Name of KMP	Mr. Sanjay Kumar Jain	Mr. Rajesh Ramnani	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) Income-	16,47,500	22,25,891	38,73,391	

			40,99,318
Total	17,46,647	23,52,671	
- Reimbursement of expenses	77,547	1,05,180	1,82,727
Others, please specify - Employer contribution of PF	21,600	21,600	43,200
Commission as % of profit			
Sweat Equity			
Stock Option			
tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income tax Act, 1961			

VII. Penalties / Punishment/ Compounding of offences: Nil