

**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, 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 details	25, C - Block, Community Centre 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 Registrar and Transfer Agent, if any	<b>MAS Services Ltd.</b> 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: - <a href="mailto:info@masserv.com">info@masserv.com</a> <b>Website:</b> <a href="http://www.masserv.com/index.asp">http://www.masserv.com/index.asp</a>

**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	51.13%
Activities auxiliary to financial services	6619	48.87%

\* 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.





Total Public Shareholding Public Group (B)=(B)(1)+(B)(2)	2,53,625	7,30,400	9,84,025	32.01	4,03,745	5,80,280	9,84,025	32.01	0
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
<b>Grand Total (A+B+C)</b>	<b>23,43,825</b>	<b>7,30,400</b>	<b>30,74,225</b>	<b>100</b>	<b>24,93,945</b>	<b>5,80,280</b>	<b>30,74,225</b>	<b>100</b>	<b>0</b>

\* 100% Shareholding is in physical form.

**ii) Shareholding of Promoters:-**

Shareholder's Name	Share holding at the beginning of the year (As on 01-04-2018)			Share holding at the end of the year (As on 31-03-2019)			% change in share holding 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	
<b>Promoters</b>							
Sandeep Parwal	2,52,525	8.21	NA	2,52,525	8.21	NA	0.00
Kamal Kishore Somani	1,75,175	5.70	NA	2,10,175	6.84	NA	1.14
<b>Promoter Group</b>							
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
Ankit Somani	35,000	1.14	NA	0	0	NA	(1.14)
Kamal Kishore Somani HUF	35,000	1.14	NA	35,000	1.14	NA	0.00
Rameshwar	26,250	0.85	NA	26,250	0.85	NA	0.00

Dass Parwal							
Laxmi Devi Parwal	26,250	0.85	NA	26,250	0.85	NA	0.00
<b>Total</b>	<b>20,90,200</b>	<b>67.99</b>	<b>NA</b>	<b>20,90,200</b>	<b>67.99</b>	<b>NA</b>	<b>0.00</b>

**iii) Change in Promoters' Shareholding**

**(a) Mr. Sandeep Parwal**

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 (01.04.2018)	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):	NIL			
At the end of the year (31.03.2019)			2,52,525	8.21

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

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 (01.04.2018)	1,75,175	5.70		
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):	35,000			
<b>Transfer of Shares from Mr. Ankit Somani to Mr. Kamal Kishore Somani</b>				
At the end of the year (31.03.2019)			2,10,175	6.84

**(c) Dhruvtara Trading Private Limited**

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 (01.04.2018)	5,86,250	19.07		
Date wise Increase / Decrease in Promoters	NIL			

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 (31.03.2019)			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 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)	5,68,750	18.50		
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):	NIL			
At the end of the year (31.03.2019)			5,68,750	18.50

**(e) Honey Parwal**

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 (01.04.2018)	1,75,000	5.69		
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):	NIL			
At the end of the year (31.03.2019)			1,75,000	5.69

**(f) Sandeep Parwal 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 (01.04.2018)	1,22,500	3.98		
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):	NIL			
At the end of the year (31.03.2019)			1,22,500	3.98

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

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 (01.04.2018)	87,500	2.85		
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):	NIL			
At the end of the year (31.03.2019)			87,500	2.85

**(h) Ankit Somani**

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 (01.04.2018)	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):	(35,000)			
Shares Transferred to Mr. Kamal Kishore Somani				
At the end of the year (31.03.2019)			0	0

**(i) 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 (01.04.2018)	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):	NIL			
At the end of the year (31.03.2019)			35,000	1.14

**(j) Rameshwar Dass Parwal**

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 (01.04.2018)	26,250	0.85		
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):	NIL			
At the end of the year (31.03.2019)			26,250	0.85

**(k) Laxmi Devi Parwal**

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 (01.04.2018)	26,250	0.85		
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):	NIL			
At the end of the year (31.03.2019)			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 year		Change in Shareholding (No. of shares)		Shareholding at the end of the year	
		No. of shares	% of total shares of the Company	Increase	Decrease	No. of shares	% of total shares of the Company
1.	Zealous Financial Services Private Limited	87,500	2.85%	-	-	87,500	2.85%
2.	Satish Kumar Maheshwari	64,750	2.11%	-	-	64,750	2.11%
3.	Rama Nand Sharma	41,195	1.34 %	-	-	41,195	1.34 %
4.	Anita Satish Maheshwari	36,750	1.20 %	-	-	36,750	1.20 %
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.	Sanjay Kumar Jain	8,925	0.29	-	-	8,925	0.29
10.	Sanjay Joon	8,750	0.28	-	-	8,750	0.28

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

S. No.	Name of Directors and KMP	Shareholding at the beginning of the year (01.04.2018)		Changes in Shareholding (No. of Shares)		Shareholding at the end of the year (31.03.2019)	
		No. of shares	% of total shares of the company	Increase	Decrease	No. of shares	% of total shares of the company
1	Sandeep Parwal	2,52,525	8.21	Nil	Nil	2,52,525	8.21
2	Kamal Kishore Somani*	1,75,175	5.70	35,000	Nil	2,10,175	6.84
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	Rajesh Ramnani**	0	0	0	0	0	0
6	Kajal Gupta***	0	0	0	0	0	0

\*Resigned from the position of the Director of the Company w.e.f. September 02, 2019.

\*\*Resigned from the position of Company Secretary and Compliance Officer of the Company with effect from March 31, 2019.

\*\*\*Appointed as Company Secretary and Compliance Officer of the Company with effect from April 01, 2019.

**V. Indebtedness**

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

Particulars	Secured Loans excluding Deposits	Unsecured Loans	Deposit	Total Indebtedness
<b>Indebtedness at the beginning of year (April 01, 2018)</b>				
(i) Principal amount	314,019,688	-	-	314,019,688
(ii) Interest due but not paid	-	-	-	-
(iii) Interest accrued but not due	1,308,904	-	-	1,308,904
<b>Total (i+ii+iii)</b>	<b>315,328,592</b>	-	-	<b>315,328,592</b>
<b>Changes during the year</b>				
Addition	-	198,712,777	-	198,712,777
Reduction	(173,462,476)	-	-	(173,462,476)
<b>Net Change</b>	<b>(173,462,476)</b>	<b>198,712,777</b>	<b>-</b>	<b>25,250,301</b>
<b>Indebtedness at the end of the financial year (March 31, 2019)</b>				

(i) Principal amount	140,557,212	198,712,777	-	339,269,989
(ii) Interest due but not paid	-	-	-	-
(iii) Interest accrued but not due	-	4,087,257	-	4,087,257
<b>Total (i+ii+iii)</b>	<b>140,557,212</b>	<b>202,800,034</b>		<b>343,357,246</b>

## 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 / WTD / Manager		Total Amount (Rs.)
	Mr. Sandeep Parwal, Chairman Cum Managing Director	Mr. Mahaveer Prasad Mundhra, Whole time Director	
Name of MD/WTD/Manager			
Gross salary			
(a) Salary as per provisions contained in section 17(1) of the Income- tax Act, 1961	33,00,000	15,00,000	48,00,000
(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	0	0	0
<b>Total (A)</b>	<b>33,00,000</b>	<b>15,00,000</b>	<b>48,00,000</b>
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. 168 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		
	Mr. Sanjay Kumar Jain	Mr. Rajesh Ramnani	Total
Name of KMP			
Gross salary			
(a) Salary as per provisions contained in	19,35,500	25,79,337	45,14,837

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			
Stock Option	0	0	0
Sweat Equity	0	0	0
Commission as % of profit	0	0	0
Others, please specify	0	0	0
<b>Total</b>	<b>19,35,500</b>	<b>25,79,337</b>	<b>45,14,837</b>

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