

Extract of Annual Return as on the financial year ended on 31st March, 2018.

I. REGISTRATION AND OTHER DETAILS

i.	Corporate Identity Number (CIN) of the Company	L15139GA1984PLC000601
ii.	Registration Date	31 st December, 1984
iii.	Name of the Company	Hindustan Foods Limited
iv.	Category / Sub-Category of the Company	Public Company limited by shares
v.	Address of the Registered office and contact details	Dempo House, Campal, Panaji-Goa 403001 Tel +91 832 2441300, Fax +91 832 2225098
vi.	Whether listed company	Yes
vii.	Name, Address and Contact details of Registrar and Transfer Agent, if any	Link Intime India Private Limited C-101, 247 Park, L.B.S. Marg, Vikroli West, Mumbai – 400 083 E-Mail: rnt.helpdesk@linkintime.co.in, Tel: +91 22 49186270 Fax: +91 22 49186060

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

Sl. No.	Name and Description of main products	NIC Code of the Product	% to total turnover of the company
1.	Contract Manufacturing of Milk & Cereal based baby food, Extruded Snacks, Instant Porridge and Extruded Cereal Products	10794	16.78%
2.	Contract Manufacturing of leather footwear	15201	57.57%
3.	Contract Manufacturing of Pest control Product	20211	25.65%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sl. No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of Shares held	Applicable Section of Companies Act, 2013
1.	Vanity Case (India) Pvt. Ltd. S-15, Jairam Complex, Nevginagar, Panaji-Goa 403001	U74999GA2012PTC006961	Holding	60.39%	2(46)

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i) Category-wise Share Holding

Category of shareholders	Number of shares held on 1 st April, 2017				Number of shares held on 31 st March, 2018				% change during the year
	Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
A. Promoters									
1. Indian									
Individuals/HUF	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Central Government/ State Government(s)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Bodies Corporate	7847294	Nil	7847294	60.3986	7847294	Nil	7847294	60.3986	Nil
Financial Institutions/ Banks	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Any Other (specify)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Sub-Total (A)(1)	7847294	Nil	7847294	60.3986	7847294	Nil	7847294	60.3986	Nil

Category of shareholders	Number of shares held on 1 st April, 2017				Number of shares held on 31 st March, 2018				% change during the year
	Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
i. Clearing Member	3980	Nil	3980	0.0306	37246	Nil	37246	0.2867	0.2561
ii. Non Resident Indian	1215	76200	77415	0.5958	24679	71200	95879	0.7379	0.1421
iv. Directors & their relatives	50500	Nil	50500	0.3887	625500	Nil	625500	4.8143	4.4256
v. Hindu Undivided Family	62479	Nil	62479	0.4809	78188	Nil	78188	0.6018	0.1209
Sub-Total (B)(3)	4267550	870456	5138006	39.5459	4331450	806556	5138006	39.5459	Nil
Total Public Shareholding (B)= (B)(1)+(B)(2) +(B)(3)	4267550	877656	5145206	39.6014	4331450	813756	5145206	39.6014	Nil
C. Shares held by Custodians for GDR's & ADR's	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
GRAND TOTAL (A)+(B)+(C)	12114844	877656	12992500	100.0000	12178744	813756	12992500	100.0000	Nil

ii) Shareholding of Promoters

Shareholder's name	Number of shares held on 1 st April, 2017			Number of shares held on 31 st March, 2018			% 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	
Vanity Case (India) Pvt. Ltd.	7847294	60.3986	Nil	7847294	60.3986	Nil	-
TOTAL	7847294	60.3986	Nil	7847294	60.3986	Nil	-

iii) Change in Promoters' Shareholding

Shareholder's name	Shareholding at the beginning of the year (1 st April, 2017)		Date	Increase/Decrease in Shareholding	Reason	Cumulative Shareholding during / at the end of the year (31 st March, 2018)	
	No. of Shares	% of total Shares of the company				No. of Shares	% of total Shares of the company
Vanity Case (India) Pvt. Ltd.	7847294	60.3986	-	-	-	7847294	60.3986
TOTAL	7847294	60.3986				7847294	60.3986

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

Top Ten Shareholders	Shareholding as on 1 st April, 2017		Shareholding as on 31 st March, 2018	
	No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company
Sixth Sense India Opportunities	2000000	15.3935	2000000	15.3935
Vora Chaitali Nikhil	550000	4.2332	550000	4.2332
Sam Financial Services	100000	0.7697	100000	0.7697
Krishna Govind Mantri	82900	0.6381	83039	0.6391
Poonam Munshi	62500	0.4810	62500	0.4810
Nalini Kalra	50000	0.3848	50000	0.3848
Jaswant A. Sarvaiya	50000	0.3848	50000	0.3848
Pallaviben Chetankumar Kotak	45000	0.3464	45000	0.3464
Vinod Raichand Shah	38750	0.2982	38750	0.2982

Top Ten Shareholders	Shareholding as on 1 st April, 2017		Shareholding as on 31 st March, 2018	
	No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company
Miral Keyur Desai	37500	0.2886	37500	0.2886

v) Shareholding of Directors and Key Managerial Personnel

For each of the Directors and KMP	Shareholding at the beginning of the year (1 st April, 2017)		Date	Increase/Decrease in Shareholding	Reason	Cumulative Shareholding during / at the end of the year (31 st March, 2018)	
	No. of Shares	% of total Shares of the company				No. of Shares	% of total Shares of the company
Beena M. Mahambrey	2550	0.0019	-	-	-	2550	0.0019
Ganesh Tukaram Argekar	50000	0.3848	-	-	-	50000	0.3848
Kedarnath Swain	2250	0.0017	-	-	-	2250	0.0017
TOTAL	54800	0.3884	-	-	-	54800	0.3884

V. INDEBTEDNESS

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

(In Rs)

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	4,68,39,539	-	-	4,68,39,539
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but no due	2,64,710	-	-	2,64,710
Total (i+ii+iii)	4,71,04,249	-	-	4,71,04,249
Change in Indebtedness during the financial year				
▪ Addition	24,20,22,897	-	-	24,20,22,897
▪ Reduction	-	-	-	-
Net Change	24,20,22,897	-	-	24,20,22,897
Indebtedness at the end of the financial year				
i) Principal Amount	28,88,62,436	-	-	28,88,62,436
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	61,94,787	-	-	61,94,787
Total (i+ii+iii)	29,50,57,223	-	-	29,50,57,223

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

(in Rs)

Particulars of Remuneration	Name of MD/WTD/Manager		Total Amount
	Sameer R. Kothari*	Ganesh T. Argekar	
Gross salary			
(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	12,00,000	12,00,000
(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	-	Nil	Nil
Sweat Equity	-	Nil	Nil
Commission			
- as % of profit	-	Nil	Nil
- others, specify...	-	Nil	Nil
Sitting Fees	75,000	Nil	75,000
Others, please specify			
- Retirement benefits	-	-	-
Total (A)	75,000	12,00,000	12,75,000

Particulars of Remuneration	Name of MD/WTD/Manager		Total Amount
	Sameer R. Kothari*	Ganesh T. Argekar	
Ceiling as per the Act	5% of the net profits of the Company		

* Appointed with effect from 22.05.2017

B. Remuneration to other Directors

(in Rs)

Particulars of Remuneration	Name of Directors				Total Amount
	Sudin M. Usgaonkar	Shashi K. Kalathil	Honey Vazirani**		
Independent Directors					
Fee for attending board/committee meetings	54,500	82,000	64,500		2,01,000
Commission	-	-	-		-
Others, please specify	-	-	-		-
Total (1)	54,500	82,000	64,500		2,01,000
Other Non-Executive Directors	Shrinivas V. Dempo	Pallavi S. Dempo*	Rajesh S. Dempo	Nikhil K. Vora**	
Fee for attending board/committee meetings	79,000	2,000	82,500	75,000	2,38,500
Commission	-	-	-	-	-
Others, please specify	-	-	-	-	-
Total (2)	79,000	2,000	82,500	75,000	2,38,500
Total (B)=(1+2)					4,39,500
Total Managerial Remuneration (A+B)					17,14,500
Ceiling as per the Act	1% of the net profits of the Company				

* Resigned with effect from 22.05.2017

** Appointed with effect from 22.05.2017

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

(in Rs)

Particulars of Remuneration	Key Managerial Personnel			Total Amount
	CEO	Company Secretary	CFO	
Gross salary				
(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	11,83,356	10,46,272	22,29,628
(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	-	Nil	Nil	Nil
Sweat Equity	-	Nil	Nil	Nil
Commission				
- as % of profit	-	Nil	Nil	Nil
- others, specify...	-	Nil	Nil	Nil
Others, please specify				
- Retirement benefits	-	71,799	43,875	1,15,674
Total	-	12,55,155	10,90,147	23,45,302

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	-	-	-	-	-
Compounding	-	-	-	-	-
C. OTHER OFFICERS IN DEFAULT					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-