

RAJASTHAN TUBE MANUFACTURING COMPANY LIMITED

Annexure- I

EXTRACT OF ANNUAL RETURN**FORM NO. MGT-9**

[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 :

| | |
|---|---|
| CIN | L27107RJ1985PLC003370 |
| REGISTRATION DATE | 29/07/1985 |
| NAME OF THE COMPANY | RAJASTHANTUBE MANUFACTURING COMPANY LIMITED |
| CATEGORY/SUB-CATEGORY OF THE COMPANY | PUBLIC COMPANY/LIMITED BY SHARES |
| ADDRESS OF THE REGISTERED OFFICE AND CONTACT DETAILS | 28-37, BANKE BIHARI INDUSTRIAL AREA, JATAWALI MOD, MAHARKALA ROAD, DEHRA, TEH.: CHOMU, DISTT. JAIPUR-303806 EMAIL: RAJTUBE@HOTMAIL.COM |
| WHETHER LISTED COMPANY | YES |
| NAME, ADDRESS AND CONTACT DETAILS OF REGISTRAR AND TRANSFER AGENT | BEETAL FINANCIAL & COMPUTER SERVICES (P) LTD., BEETAL HOUSE, 3 RD FLOOR, 99 MADANGIR, BEHIND LOCAL SHOPPING CENTRE, NEAR DADA HARSUKH DAS MANDIR, NEW DELHI-110062 Tel No. 91-11-2996 1281-83 Fax- 91-11-2996 1284 |

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

| S.NO. | Name and Description of main products / services | NIC Code of the Product/service | % to total turnover of the company |
|-------|--|---------------------------------|------------------------------------|
| 1 | ERW Steel Tube Pipes | 99611925 | 100 |

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES- NIL

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

i) Category-wise Share Holding

| Category of Shareholders | No. of Shares held at the beginning of the year [As on 31-March-2018] | | | | No. of Shares held at the end of the year [As on 31-March-2019] | | | | % Change during the year |
|---|---|----------|----------------|-------------------|---|----------|----------------|-------------------|--------------------------|
| | Demat | Physical | Total | % of Total Shares | Demat | Physical | Total | % of Total Shares | |
| A. Promoters | | | | | | | | | |
| (1) Indian | | | | | | | | | |
| a) Individual/HUF | 1748126 | 0 | 1748126 | 38.78 | 1941541 | 0 | 1941541 | 43.07 | 4.29 |
| 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. | 545938 | 0 | 545938 | 12.11 | 378655 | 0 | 378655 | 8.40 | (3.71) |
| e) Banks / FI | | | | | | | | | |
| f) Any other (Director & their relatives) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Total shareholding of Promoter (A) | 2294064 | 0 | 2294064 | 50.89 | 2320196 | 0 | 2320196 | 51.47 | 0.58 |
| B. Public Shareholding | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| 1. Institutions | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| 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 |
| f) Insurance Companies | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| g) FIs | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| h) Foreign Venture Capital Funds | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| i) Others (specify) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Sub-total (B)(1):- | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| 2. Non-Institutions | | | | | | | | | |

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| | | | | | | | | | |
|--|----------------|---------------|----------------|--------------|----------------|---------------|----------------|--------------|---------------|
| a) Bodies Corp. | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| i) Indian | 91307 | 115700 | 207007 | 4.59 | 95128 | 115700 | 210828 | 4.68 | 0.09 |
| ii) Overseas | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| b) Individuals | | | | | | | | | |
| i) Individual shareholders holding nominal share capital upto Rs.1 lakh | 626346 | 414666 | 1041012 | 23.09 | 620239 | 399466 | 1019705 | 22.62 | (0.47) |
| ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh | 369641 | 117658 | 487299 | 10.81 | 359490 | 117658 | 477148 | 10.58 | (0.23) |
| c) Others (specify) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Non Resident Indians | 7540 | 28500 | 36040 | 0.80 | 7540 | 28500 | 36040 | 0.80 | 0 |
| Clearing Members | | | | | | | | | |
| HUF | 442378 | 0 | 442378 | 9.81 | 443883 | 0 | 443883 | 9.85 | 0.04 |
| Sub-total (B)(2):- | 1537212 | 676524 | 2213736 | 49.11 | 1526280 | 661324 | 2187604 | 48.53 | (0.58) |
| Total Public Shareholding (B)=(B)(1)+(B)(2) | 1537212 | 676524 | 2213736 | 49.11 | 1526280 | 661324 | 2187604 | 48.53 | (0.58) |
| C. Shares held by Custodian for GDRs & ADRs | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Grand Total (A+B+C) | 3831276 | 676524 | 4507800 | 100 | 3846476 | 661324 | 4507800 | 100 | 0 |

ii) Shareholding of Promoter :

| S. No. | Shareholder's Name | Shareholding at the beginning of the year 01.04.2018 | | | Share holding at the end of the year 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 | |
| 1 | Tridev Finance Co. Ltd. | 545938 | 12.11 | - | 378655 | 8.40 | - | (3.71) |
| 2 | Saurabh Jain | 338822 | 7.52 | - | 338822 | 7.52 | - | 0 |
| 3 | Harish Chand Jain | 532158 | 11.81 | - | 726123 | 16.11 | - | 4.3 |
| 4 | Pradeep Jain | 190849 | 4.23 | - | 190849 | 4.23 | - | 0 |
| 5 | Rajshree Patni | 243219 | 5.40 | - | 243219 | 5.40 | - | 0 |
| 6 | Deepika Manakchand Jain | 443078 | 9.83 | - | 442528 | 9.82 | - | (0.01) |
| | Total | 2294064 | 50.89 | - | 2320196 | 51.47 | - | 0.58 |

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iii) Change in Promoters' (Directors & their relatives) Shareholding

| S. No. | | 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 |
| 1. | Harish Chand Jain Opening Balance Transactions (Purchase/Sale) from 1 st April, 2018 to 31 st March, 2019 Closing Balance | 532158 193965 | 11.81 | 532158 726123 | 11.81% 16.11% |
| 2. | Deepika Manakchand Jain Opening Balance Transactions (Purchase/Sale) from 1 st April, 2018 to 31 st March, 2019 Closing Balance | 443078 (550) | 9.83 | 443078 442528 | 9.83% 9.82% |
| 3. | Tridev Finance Company Limited Opening Balance Transactions (Purchase/Sale) from 1 st April, 2018 to 31 st March, 2019 Closing Balance | 545938 (167283) | 12.11 | 545938 378655 | 12.11% 8.40% |

* There is no change in the shareholding of any other promoters/directors between 01.04.2018-31.03.2019.

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

| S. No. | | 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 |
| | For Each of the top ten shareholders | | | | |
| 1. | Binod Kumar Tholia (HUF) | 412547 | 9.15 | 412547 | 9.15 |
| 2. | Raj Kumari Tholia | 223500 | 4.95 | 223500 | 4.95 |
| 3. | Subramanian P | 93080 | 2.06 | 93080 | 2.06 |
| 4. | Transpower Marketing (P) Ltd | 50000 | 1.11 | 50000 | 1.11 |
| 5. | Sushma Mercantile (P) Ltd | 50000 | 1.11 | 50000 | 1.11 |
| 6. | Dipak Shah | 28958 | 0.64 | 28958 | 0.64 |
| 7. | Lata Jain | 25040 | 0.56 | 25040 | 0.56 |
| 8. | B Lodha Securities Ltd. | 25000 | 0.55 | 25000 | 0.55 |
| 9. | B Raj Capfin Private Limited | 24000 | 0.53 | 24000 | 0.53 |
| 10. | Anurag Jain | 22170 | 0.49 | 22170 | 0.49 |

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

| S. No. | Shareholding of each Director and each Key Managerial Personnel | 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 |
| 1. | Harish Chand Jain - MD Opening Balance Transactions (Purchase/Sale) from 1 st April, 2018 to 31 st March, 2019 Closing Balance | 532158 193965 | 11.81 | 532158 726123 | 11.81 16.11 |
| 2. | Rajshree Patni –Director Opening Balance Transactions (Purchase/Sale) from 1 st April, 2018 to 31 st March, 2019 Closing Balance | 243219 0 | 5.40 | 243219 243219 | 5.40 5.40 |
| 3. | Pradeep Jain (CFO) Opening Balance Transactions (Purchase/Sale) from 1 st April, 2018 to 31 st March, 2019 Closing Balance | 190849 0 | 4.23 | 190849 190849 | 4.23 4.23 |

*The directors and KMP (except above) do not hold any shares in the company during the financial year 2018-19.

V. INDEBTEDNESS - Indebtedness of the Company including interest outstanding/accrued but not due for payment

| | Secured Loans excluding deposits | Unsecured Loans | Deposits | Total Indebtedness |
|--|----------------------------------|-----------------|----------|--------------------|
| Indebtedness at the beginning of the financial year | | | | |
| i) Principal Amount | 149783332 | - | - | 149783332 |
| ii) Interest due but not paid | - | - | - | - |
| iii) Interest accrued but not due | - | - | - | - |
| Total (i+ii+iii) | 149783332 | - | - | 149783332 |

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| | | | | |
|---|-----------|---|---|-----------|
| Change in Indebtedness during the financial year | | | | |
| * Addition | 54205011 | - | - | 54205011 |
| * Reduction | - | - | - | - |
| Net Change | 54205011 | - | - | 54205011 |
| Indebtedness at the end of the financial year | | | | |
| i) Principal Amount | - | - | - | - |
| ii) Interest due but not paid | - | - | - | - |
| iii) Interest accrued but not due | - | - | - | - |
| Total (i+ii+iii) | 203988343 | - | - | 203988343 |

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

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

| S.No. | Particulars of Remuneration | Name of MD/WTD/ Manager | Total Amount |
|-------|---|-------------------------|--------------|
| | | HARISH CHAND JAIN (M.D) | |
| 1 | Gross salary | | |
| | (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 | 720000 | 720000 |
| | (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 | - | - |
| 2 | Stock Option | - | - |
| 3 | Sweat Equity | - | - |
| 4 | Commission | | |
| | - as % of profit | - | - |
| | - others, specify... | - | - |
| 5 | Others, please specify | - | - |
| | Total (A) | 720000 | 720000 |
| | Ceiling as per the Act | 84 lakhs | - |

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B. Remuneration to other directors

No other director draws remuneration except sitting fees for attending meetings.

| S.No. | Name of Director | Fee for attending per meeting | Other | Total |
|-------|-------------------------|-------------------------------|-------|-------|
| 1. | Mrs. Rajshree Patni | 750 | Nil | 750 |
| 2. | Mr. Sunil Kumar Jain | 750 | Nil | 750 |
| 3. | Mr. Deepesh Jain | 750 | Nil | 750 |
| 4. | Mr. Mahendra Kumar Jain | 750 | Nil | 750 |

C REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

| S.No. | Particulars of Remuneration | Key Managerial Personnel | | |
|-------|---|--------------------------|---------------|---------------|
| | | Anshu Gupta | Pradeep Jain | Total |
| 1 | Gross salary | 241290 | 480000 | 721290 |
| | (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 | - | - | - |
| 2 | Stock Option | - | - | - |
| 3 | Sweat Equity | - | - | - |
| 4 | Commission | - | - | - |
| | - as % of profit | - | - | - |
| | others, specify... | - | - | - |
| 5 | Others, please specify | - | - | - |
| | Total | 241290 | 480000 | 721290 |

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES : NIL

Registered Office

28-37, Banke Bihari Industrial Area,
Jatawali Mod, Maharkala Road, Dehra,
Teh.: Chomu, Distt. JAIPUR-303806

For and on Behalf of the Board

Dated : August 13, 2019

-Sd-
(RAJSHREE PATNI)
(DIRECTOR)
(DIN No. 06934858)

-Sd-
(HARISH CHAND JAIN)
MANAGING DIRECTOR
(DIN No. 01504391)