

DIXCY TEXTILES PRIVATE LIMITED
CIN: U17111TZ2004PTC13352

ANNEXURE - II

Form No.MGT-9
EXTRACT OF ANNUAL RETURN
as on the financial year ended on 31.03.2020

[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:

i.	CIN	U17111TZ2004PTC13352
ii.	Registration Date	20th February, 2004
iii.	Name of the Company	DIXCY TEXTILES PRIVATE LIMITED
iv.	Category / Sub-Category of the Company	Company Limited by shares Indian Non-Government Company
v.	Address of the Registered office and contact details	No 28, 36/5, Ferns Icon, 5th Floor, Doddanekundi Marathahalli Outer Ring Road Bangalore Bangalore Ka 560037 In Ph. No : 080-46561111 Email id : info@dixcy.co.in; Website : www.dixcy.co.in;
vi.	Whether listed company	No
vii.	Name, Address and Contact details of Registrar and Transfer Agent, if any	Not Applicable

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:

All the business activities contributing 10% or more of the total turnover of the company shall be stated:-

Sr. No.	Name and Description of main products/ services	NIC Code of the Product/ service	% to total turnover of the company
1	Manufacturing and sale of Hosiery Garments	17301	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

Sr. No.	Name and Address of the Company	CIN / GLN	Holding/ Subsidiary /Associate	%of shares held	Applicable Section
	Varena Holdings Limited	--	Holding Company	100%	2(46)
	Dixcy Marketing LLP	--	Subsidiary	99%	2(87)

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

i. Category-wise Shareholding:

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoter									
1) Indian									
a) Individual /HUF	1,37,69,991	--	1,37,69,991	40	--	--	--	--	(40)
b) Central Govt.	--	--	--	--	--	--	--	--	--
c) State Govt. (s)	--	--	--	--	--	--	--	--	--
d) Bodies Corp	--	--	--	--	--	--	--	--	--
e) Banks / FI	--	--	--	--	--	--	--	--	--
f) Any Other	--	--	--	--	--	--	--	--	--
Sub-total (A)(1):-	--	--	--	--	--	--	--	--	--
2) Foreign									
g) NRIs-Individuals	--	--	--	--	--	--	--	--	--
h) Other-Individuals	--	--	--	--	--	--	--	--	--
i) Bodies Corp.	2,06,54,985	--	2,06,54,985	60	3,44,24,976	--	3,44,24,976	100	40
j) Banks / FI	--	--	--	--	--	--	--	--	--
k) Any Other....	--	--	--	--	--	--	--	--	--
Sub-total(A)(2):-	3,44,24,976	--	3,44,24,976	100	3,44,24,976	--	3,44,24,976	100	--
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	--	--	--	--	--	--	--	--	--
b) Banks / FI	--	--	--	--	--	--	--	--	--
c) Central Govt	--	--	--	--	--	--	--	--	--
d) State Govt(s)	--	--	--	--	--	--	--	--	--
e) Venture Capital Funds	--	--	--	--	--	--	--	--	--
f) Insurance Companies	--	--	--	--	--	--	--	--	--
g) FIs	--	--	--	--	--	--	--	--	--
h) Foreign Venture Capital Funds	--	--	--	--	--	--	--	--	--
i) Others (specify)	--	--	--	--	--	--	--	--	--
Sub-total(B)(1)	--	--	--	--	--	--	--	--	--
2. Non Institutions									
a) Bodies Corp.									
(i) Indian	--	--	--	--	--	--	--	--	--
(ii) Overseas	--	--	--	--	--	--	--	--	--
b) Individuals									
(i) Individual shareholders holding nominal share capital upto Rs. 1 lakh.	--	--	--	--	--	--	--	--	--
(ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	--	--	--	--	--	--	--	--	--
c) Others(Specify)									
Sub-total(B)(2)	--	--	--	--	--	--	--	--	--
Total Public Shareholding (B)=(B)(1)+ (B)(2)	--	--	--	--	--	--	--	--	--
C. Shares held by Custodian for GDRs & ADRs	--	--	--	--	--	--	--	--	--
Grand Total (A+B+C)	3,44,24,976	--	3,44,24,976	100	3,44,24,976	--	3,44,24,976	100	--

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ii. Shareholding of Promoters:

Sr. No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% 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.	PREM PRAKASH SIKKA	10,482,383	30.40	0	0	0	0	(30.40)
2.	PARVEEN KUMARI SIKKA	1,901,266	5.52		0	0	0	(5.52)
3.	RAGHUL SIKKA	1,386,342	4.027		0	0	0	(4.027)
4.	VARENNA HOLDINGS LIMITED	2,06,54,985	60.00		34424975	99.99	0	39.99
5.	AI GLOBAL INVESTMENTS (CYPRUS) PCC	0	0		1	00.01	0	0.01
	TOTAL	3,44,24,976	100	0	3,44,24,976	100	0	

iii. Change in Promoters' Shareholding (please specify, if there is no change):

Sr. 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	At the beginning of the year	1,376,991	40	1,376,991	40
	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):	Oct 9, 2019 1. Prem Prakash Sikka 10,482,383 2. Parveen Kumari Sikka 1,901,266 3. Raghul Sikka 1,386,342 Sale of shares to Varenna Holdings Limited	40		
	At the End of the year	0	0	0	0

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

Sl. No	For Each of the Top 10 Shareholders	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	At the beginning of the year	2,06,54,985	60	2,06,54,985	60
	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):	Oct 9, 2019 --Prem Prakash Sikka 10,482,383 --Parveen Kumari Sikka 1,901,266 --Raghul Sikka 1,386,342 Sale of shares to	40	3,44,24,976	100

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	Varena Holdings Limited			
At the End of the year	3,44,24,976	100	--	--

v. Shareholding of Directors and Key Managerial Personnel:

Sl. No	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
01	PREM PRAKASH SIKKA				
	At the beginning of the year	10,482,383	30.40	10,482,383	30.40
	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):	Oct 9, 2019 Sale of shares: 10,482,383 to Varena Holdings Limited	30.40	0	0
	At the End of the year	0	0	0	0
02	RAGHUL SIKKA				
	At the beginning of the year	1,386,342	4.027	1,386,342	4.027
	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):	Oct 9, 2019 Sale of shares: 1,386,342 to Varena Holdings Limited	4.027		
	At the End of the year	0	0	0	0

V. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:**A. Remuneration to Managing Director, Whole-time Directors and / or Manager:**

Sl. No.	Name of the Directors	Gross Salary (INR Mn)			Stock Option	Sweat Equity	Com mission	Others	Total	Ceiling limit
		Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961	Value of perquisites u/s. 17(2) Income tax Act, 1961.	Profits in lieu of salary under section 17(3) In come tax Act, 1961						
1	Mr. Prem Prakash Sikka (upto Oct 9, 2019)	7,241,933	--	--	--	--	--	-	7,241,933	NA
2	Mr. Raghul Sikka (upto Oct 9, 2019)	4,611,486	--	--	--	--	--	--	4,611,486	NA
3	Mr. Jacob John	24,893,221	--	--	--	--	--	--	24,893,221	NA

B. Remuneration to other directors:

Sl. No.	Particulars of Remuneration	Name of MD / WTD / Manager				Total Amount
	Independent Directors	--	--	--	--	NA
	Fee for attending board committee meetings	--	--	--	--	NA
	Commission	--	--	--	--	NA
	Others, please specify	--	--	--	--	NA
	Total(1)	--	--	--	--	--

Other Non-Executive Directors:
(INR Mn)

Sl. No	Particulars	Fee for attending board committee meetings	Commission	Others, please specify	Total	Ceiling limit
1.	Ms. Shweta Jalan	Nil	--	--	Nil	NA
2.	Mr. Sahil Dilip Dalal	Nil	--	--	Nil	NA
3.	Mr. Girish Shrikrishna Paranjape	0.80	--	--	0.80	NA
4.	Mr. Sriram Srinivasan	0.60	--	--	0.60	NA
5.	Mr. Shantanu Maharaj Khosla	Nil	--	--	Nil	NA
6.	Mr. Narayanan Subramaniam	0.50	--	--	0.50	NA

C. Remuneration to Key Managerial Personnel Other Than MD / Manager / WTD:

Sl. no.	Particulars of Remuneration	KMP	
		Sreeja Nair (Company Secretary)	Manish Daga Chief Financial Officer
		INR Mn	INR Mn
1.	Gross Salary		
1.	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	0.14	10.93
	(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	0.14	10.93

VI. INDEBTEDNESS:

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

<i>INR Mn</i>	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	1108.11			1108.11
ii) Interest due but not paid	-			-
iii) Interest accrued but not due	5.22			5.22
Total(i + ii + iii)	1113.33			1113.3
Change in Indebtedness during the financial year				
- Addition				
- Reduction				
Net Change				
Indebtedness at the end of the financial year				
i) Principal Amount	850.54			850.54
ii) Interest due but not paid	-			-
iii) Interest accrued but not due	5.89			5.89
Total (i+ii+iii)	856.43			856.43

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	--	--	--	--	--

Date :
Place

For and on behalf of Dixcy Textiles Private Limited

Sunil Sethi
Executive Chairman