

**Annexure to Directors' Report**

Form No. MGT-9

**EXTRACT OF ANNUAL RETURN**

**as on the financial year ended on 31<sup>st</sup> March 2018**

[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 : U65921DL1993PTC219701  
ii) Registration Date : 28.04.1993  
iii) Name of the Company : CSL Capital Private Limited  
iv) Category/ Sub-Category : Private Company/ Limited  
of the Company by Shares  
v) Address of the Registered  
Office and contact details : 8/19, Ground Floor, W.E.A.,  
Pusa Lane, Karol Bagh,  
New Delhi- 110005  
Tel.: +91-11-42503441- 44  
Fax: +91-11-4250 3444  
Email: [cslcapital1993@gmail.com](mailto:cslcapital1993@gmail.com)  
Website: NA  
vi) Whether listed company : No  
vii) Name, Address and Contact  
details of Registrar and  
Transfer Agent, if any : NA

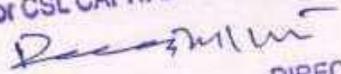
**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

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

S. No.	Name and Description of main Products/ Services	NIC Code of the Product/ Service	% of total turnover of the Company
1.	Dealing in securities & other financial assets	64300	67.25
2.	NBFC engaged in lending & allied services	65923	32.75

For CSL CAPITAL PRIVATE LIMITED

  
DIRECTOR

For CSL CAPITAL PRIVATE LIMITED  
  
DIRECTOR

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES**

S. No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1.	CSL Finance Limited	L74899DL1992PLC051462	Associate	36.16	2(6) of Companies Act, 2013

**IV. SHAREHOLDING 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				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 share	
<b>A. Promoters</b>									
<b>(1) Indian</b>									
a) Individual/ HUF	-	2,78,370	2,78,370	47.45	-	2,78,370	2,78,370	63.26	15.81
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.		2,50,000	2,50,000	42.61		1,03,325	1,03,325	23.48	(19.13)
e) Banks/ FI	-	-	-	-	-	-	-	-	-
f) Any Other	-	-	-	-	-	-	-	-	-
<b>Sub Total (A) (1)</b>		<b>5,28,370</b>	<b>5,28,370</b>	<b>90.06</b>		<b>3,81,695</b>	<b>3,81,695</b>	<b>86.74</b>	
<b>(1) Foreign</b>									
a) NRIs – Individuals	-	-	-	-	-	-	-	-	-
b) Other – Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks/ FI	-	-	-	-	-	-	-	-	-
e) Any Other	-	-	-	-	-	-	-	-	-
<b>Sub Total (A) (2)</b>									
<b>Total shareholding of Promoter=</b>		<b>5,28,370</b>	<b>5,28,370</b>	<b>90.06</b>		<b>3,81,695</b>	<b>3,81,695</b>	<b>86.74</b>	<b>(3.32)</b>

For GSL CAPITAL PRIVATE LIMITED

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DIRECTOR

For GSL CAPITAL PRIVATE LIMITED

DIRECTOR

(A)(1) + (A)(2)										
<b>B. Public Shareholding</b>										
<b>1. Institutions</b>										
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)	-	-	-	-	-	-	-	-	-	-
<b>Sub Total (B)(1)</b>	-	-	-	-	-	-	-	-	-	-
<b>2. Non-Institutions</b>										
a) Bodies Corp.										
i) Indian	-	-	-	-	-	-	-	-	-	-
ii) Overseas	-	-	-	-	-	-	-	-	-	-
a) 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	-	58,333	58,333	9.94	-	58,333	58,333	13.26	3.32	
a) Others (Specify) (Non Resident Indian/OCB)	-	-	-	-	-	-	-	-	-	-
b) Others (Clearing Member)	-	-	-	-	-	-	-	-	-	-
<b>Sub Total (B)(2)</b>	-	-	-	-	-	-	-	-	-	-
<b>Total public shareholding (B)=(B)(1)+(B)(2)</b>	-	58,333	58,333	9.94	-	58,333	58,333	13.26	3.32	
<b>C. Shares held by Custodian</b>	-	-	-	-	-	-	-	-	-	-

For CSL CAPITAL PRIVATE LIMITED

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DIRECTOR

For CSL CAPITAL PRIVATE LIMITED

DIRECTOR

for ADRs & GDRs									
<b>Grand Total (A+B+C)</b>	-	5,86,703	5,86,703	100	-	4,40,028	4,40,028	100	

**ii) Shareholding of Promoters:**

S. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in Shareholding 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.	Rohit Gupta	2,30,170	39.23	Nil	2,30,170	52.31	Nil	13.08
2.	CSL Holdings Pvt Ltd	2,50,000	42.61	Nil	0	0	Nil	(42.61)
3.	CSL Finance Limited	0	0	Nil	1,03,325	23.48	Nil	23.48
4.	Ridhima Gupta	27,200	4.64	Nil	27,200	6.18	Nil	1.54
5.	Rachita Gupta	21,000	3.58	Nil	21,000	4.77	Nil	1.2

**iii) Change in Promoters' 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	<b>CSL Holdings Private Limited</b>	2,50,000	42.61%	2,50,000	42.61%
	Date wise increase/ decrease in promoter's shareholding during the year specifying the reasons for increase/ decrease (e.g. allotment/ transfer/ bonus/ sweat equity etc.)				
	At the end of the year	Nil	-	Nil	-
2	<b>CSL Finance Limited</b>	Nil	-	-	-
	Date wise increase/ decrease in promoter's shareholding during the year specifying the reasons for increase/ decrease (e.g. allotment/				

For CSL CAPITAL PRIVATE LIMITED

DIRECTOR

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DIRECTOR

transfer/ bonus/ sweat equity etc.)		were transferred to the CSL Finance Limited 1,46,675 shares were bought back by CSL Capital Private Limited from CSL Finance Limited.		
At the end of the year	1,03,325	23.48%	1,03,325	23.48%

**iv) Shareholding pattern of top ten shareholders (other than directors, promoters and holders of GDRs and ADRs):**

S.no.	Name	Shareholding		Date	Increase / Decrease in shareholding	Reason	Cumulative shareholding during the year (01.04.2017-31.03.2018)	
		No. of Shares at the beginning of the year (01.04.2017)/ end of the year (31.03.2018)	% of total shares of the company				No. of Shares	% of total shares of the company
1	Kanishka Jain	58,333 58,333	9.94 13.26	01.04.2017 31.03.2018	Nil	-	58,333	13.26

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

S. No	For Each of Directors and KMP	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	2,30,170	39.24%	2,30,170	39.24%
	Date wise increase/ decrease in promoter's shareholding during the year specifying the reasons for increase/ decrease (e.g. allotment/ transfer/ bonus/ sweat equity etc.)				
	At the end of the year	2,30,170	52.31%	2,30,170	52.31%

**g) 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				

For CSL CAPITAL

For CSL CAPITAL

DIRECTOR

DIRECTOR

<b>beginning of the year</b>				
i) Principal Amount	-	94,03,959	-	94,03,959
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	94,03,959	-	94,03,959
<b>Change in indebtedness during the financial year</b>				
Addition	29,39,755	62,15,949	-	91,55,704
Reduction	-	-	-	-
Net Change	29,39,755	62,15,949		91,55,704
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	29,39,755	1,56,19,908		1,85,59,663
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	<b>29,39,755</b>	<b>1,56,19,908</b>	<b>Nil</b>	<b>1,85,59,663</b>

\*Figures provided as per balance sheet dated 31.03.2018

## h) REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

### A. Remuneration to Managing Director:

S. No.	Particulars of Remuneration	Not Applicable			Total Amount
1.	<b>Gross Salary</b> (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 (A)				
	Ceiling as per the Act				

For CSL CAPITAL PRIVATE LIMITED

For CSL CAPITAL PRIVATE LIMITED

DIRECTOR

DIRECTOR

**B. Remuneration to other Directors:**

S. no	Particulars of Remuneration	Name of Directors			Total Amount
	<b>3. Independent Directors</b> • Fee for attending board/ committee meetings • Commission • Others, please specify	Nil		NA	
	<b>Total (I)</b>				
	<b>4. Other Non-Executive Directors</b> • Fee for attending board/ committee meetings • Commission • Others, please specify	Nil			
	<b>Total (2)</b>				
	<b>Total (B) = (1+2)</b>				
	<b>Total Managerial Remuneration</b>				
	<b>Overall ceiling as per the Act</b>				

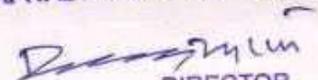
**C. Remuneration to Company Secretary:**

S. No.	Particulars of Remuneration	Not Applicable			Total Amount
<b>1.</b>	<b>Gross Salary</b> (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				
<b>2.</b>	<b>Stock Option</b>				
<b>3.</b>	<b>Sweat Equity</b>				
<b>4.</b>	<b>Commission</b> - as % of profit - others, specify				
<b>5.</b>	<b>Others, please specify</b>				

For CSL CAPITAL PVT. LTD. 23

For CSL CAPITAL PRIVATE LIMITED

  
DIRECTOR

  
DIRECTOR

	<b>Total (A)</b>				
	<b>Total</b>				

**i) PENALTIES/ PUNISHMENT/ COMPOUNDING OF OFFENCES**

Type	Section of the Companies Act	Brief Description	Details of Penalties/ Punishment/ compounding fees imposed	Authority (RD/ NCLT/ Court)	Appeal made, if any (Give details)
<b>A. COMPANY</b>		Nil	N.A.		
Penalty					
Punishment					
Compounding					
<b>B. DIRECTORS</b>		Nil	N.A.		
Penalty					
Punishment					
Compounding					
<b>C. OTHER OFFICERS IN DEFAULT</b>		Nil	N.A.		
Penalty					
Punishment					
Compounding					

**For & on behalf of Board**

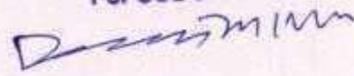
For CSL CAPITAL PRIVATE LIMITED

 DIRECTOR

**Rohit Gupta**  
Director  
(DIN: 00045077)

Date: 10.08.2018  
Place: New Delhi

For CSL CAPITAL PRIVATE LIMITED

 DIRECTOR

**Deepak Gupta**  
Director  
(DIN: 00223832)