

**FORM NO. MGT 9**

**EXTRACT OF ANNUAL RETURN**

as on financial year ended on 31.03.2019

[Pursuant to Section 92 (3) of the Companies Act, 2013 and Rule 12 (1) of The Company  
(Management and Administration) Rules, 2014]

**I. REGISTRATION AND OTHER DETAILS**

i	CIN	L17100MH1909PLC000294
ii	Registration Date	22/02/1909
iii	Name of the Company	Swan Energy Limited
iv	Category/ Sub-category of the Company	Public
v	Address of the Registered office & contact details	6, Feltham House, 2nd Floor, 10 J. N. Heredia Marg, Ballard Estate, Mumbai - 400 001.
vi	Whether listed company	Yes
vii	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Purva Sharegistry (India) Private Limited. No. 9, Shiv Shakti Industrial Estate, Gr. Floor, J. R. Boricha Marg, Opp. Kasturba Hospital, Lower Parel, Mumbai - 400 011. Tel.: 022 - 23018261

**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 products / services	% to total turnover of the Company
1	Textile	9961	37.91
2	Construction	9953	61.95

**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
1	Cardinal Energy & Infrastructure Private Limited (6, Feltham House, 2nd Floor, 10 J. N. Heredia Marg, Ballard Estate, Mumbai - 400 001.)	U40102MH2008PTC184568	Subsidiary	100	2(87)
2	Pegasus Ventures Private Limited (6, Feltham House, 10 J. N. Heredia Marg, Ballard Estate, Mumbai - 400 001.)	U70102MH2012PTC229686	Subsidiary	100	2(87)
3	Swan LNG Private Limited (9th Avenue, Ground Floor, Behind Rajpat Club, Nemnagar, Bodakdev, Ahmedabad - 380059)	U40108GJ2013PTC073539	Subsidiary	63	2(87)
4	Triumph Offshore Private Limited (9th Avenue, Ground Floor, Behind Rajpat Club, Nemnagar, Bodakdev, Ahmedabad - 380059)	U74999GJ2017PTC097528	Subsidiary	100	2(87)

**IV. (i) SHAREHOLDING PATTERN (Equity Share capital Break up as % to total Equity)**

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	
<b>A. Promoters</b>									
<b>(1) Indian</b>	86,500	-	86,500	0.04	86,500	-	86,500	0.04	0.00
a) Individual/HUF		-				-			
b) Central Govt. or State Govt.		-				-			
c) Bodies Corporates	158,413,500		158,413,500	64.85	158,413,500		158,413,500	64.85	0.00
d) Bank/FI		-				-			
e) Any other									
<b>SUB TOTAL: (A) (1)</b>	158,500,000	-	158,500,000	64.89	158,500,000	-	158,500,000	64.89	0.00
<b>(2) Foreign</b>									
a) NRI- Individuals	-	-	-	-	-	-	-	-	-
b) Other Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks/FI	-	-	-	-	-	-	-	-	-
e) Any other...	-	-	-	-	-	-	-	-	-
<b>SUB TOTAL (A) (2)</b>	-	-	-	-	-	-	-	-	-
<b>Total Shareholding of Promoter (A) = (A)(1) + (A)(2)</b>	158,500,000	-	158,500,000	64.89	158,500,000	-	158,500,000	64.89	0.00

<b>B. PUBLIC SHAREHOLDING</b>									
<b>(1) Institutions</b>									
a) Mutual Funds	0	0	0	0	52	0	52	0.00	0.00
b) Banks/FI	6004	93000	99004	0.04	6004	93000	99004	0.04	0.00
c) Central govt		-		-				-	-
d) State Govt.		-		-				-	-
e) Venture Capital Fund		-		-				-	-
f) Insurance Companies	9412790	300	9413090	3.85	9412790	300	9413090	3.85	0.00
g) FIIS	21749089	0	21749089	8.90	20987039	0	20987039	8.59	(0.31)
h) Foreign Venture Capital Funds		-		-				-	-
i) Others (specify)		-		-				-	-
* FINANCIAL INSTITUTIONS	1566	0	1566	0.00	6730	0	6730	0.00	0.00
* PRIVATE SECTOR BANKS	3170	1900	5070	0.00	9253	1900	11153	0.00	0.00
<b>SUB TOTAL (B)(1):</b>	31,172,619	95,200	31,267,819	12.80	30421868	95200	30517068	12.49	(0.31)

<b>(2) Non Institutions</b>									
a) Bodies corporates									
i) Indian	23674804	77000	23751804	9.72	25465452	77000	25542452	10.46	0.73
ii) Overseas		-		-			-	-	
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakhs	2927616	1506400	4434016	1.82	2917845	1462200	4380045	1.79	(0.02)
ii) Individuals shareholders holding nominal share capital in excess of Rs. 1 lakhs	1547599	0	1547599	0.63	484832	0	484832	0.20	(0.44)
c) Others (specify)	24,754,562	1,200	24,755,762	10.14	24,831,403	1,200	24,832,603	10.17	0.03
<b>SUB TOTAL (B)(2):</b>	<b>52,904,581</b>	<b>1,584,600</b>	<b>54,489,181</b>	<b>22.31</b>	<b>53,699,532</b>	<b>1,540,400</b>	<b>55,239,932</b>	<b>22.62</b>	<b>0.31</b>
<b>Total Public Shareholding (B) = (B)(1) + (B)(2)</b>	<b>84,077,200</b>	<b>1,679,800</b>	<b>85,757,000</b>	<b>35.11</b>	<b>84,121,400</b>	<b>1,635,600</b>	<b>85,757,000</b>	<b>35.11</b>	<b>(0.00)</b>
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	-	-	-	-	-	-	-	-	-
<b>Grand Total (A+B+C)</b>	<b>242,577,200</b>	<b>1,679,800</b>	<b>244,257,000</b>	<b>100.00</b>	<b>242,621,400</b>	<b>1,635,600</b>	<b>244,257,000</b>	<b>100.00</b>	<b>-</b>

**(ii) SHARE HOLDING OF PROMOTERS**

Sr No.	Shareholders 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	Dave Impex Private Limited	46030400	20.81	97.72	46030400	18.85	93.62	0
2	Swan Realtors Private Limited	41589000	18.80	0	41589000	17.03	9.02	0
3	Swan Engitech Works Private Limited	38402858	17.36	0	38402858	15.72	0	0
4	Dave Leasing and Holdings Private Limited	7440800	3.36	0	7440800	3.05	0	0
5	Sahajanand Soaps and Chemicals Private Limited	6610000	2.99	0	6610000	2.71	0	0
6	Forceful Vincom Private Limited	4000000	1.81	0	4000000	1.64	0	0

7	Inderlok Dealcomm Private Limited	4000000	1.81	0	4000000	1.64	0	0
8	Banshidhar Trades Private Limited	4000000	1.81	0	4000000	1.64	0	0
9	Dhankalash Tradecomm Private Limited	4000000	1.81	0	4000000	1.64	0	0
10	Swan International Limited	2340442	1.06	0	2340442	0.96	0	0
11	Vinita Nikhil Merchant	41500	0.02	0	41500	0.02	0	0
12	Bhavik Nikhil Merchant	41000	0.02	0	41000	0.02	0	0
13	Nikhil Vasantlal Merchant	4000	0.00	0	4000	0.00	0	0
	<b>Total</b>	<b>158500000</b>	<b>64.89</b>	<b>28.38</b>	<b>158500000</b>	<b>64.89</b>	<b>29.56</b>	<b>0</b>

(iii) **CHANGE IN PROMOTERS' SHAREHOLDING (SPECIFY IF THERE IS NO CHANGE)**

During the year, there is no change in the promoters' shareholding.

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

Sr. No.	Name of the Shareholder	Shareholding at the beginning of the year		Reasons for Change	Shareholding at the end of the year	
		No. of shares	% of total shares of the company		No of shares	% of total shares of the company
1	Zi Capital PCC	23077000	9.45	-	23077000	9.45
2	Ares Diversified	8608335	3.52	Sell	8572335	3.51
3	Tirupati Agencies Private Limited	7695000	3.15	-	7695000	3.15
4	Albula Investments Fund LTD	5548800	2.27	Sell	5247396	2.15
5	Life Insurance Corporation Of India	9412790	3.85	-	9412790	3.85
6	Suryakanchan Vinimay Private Limited	2267147	0.93	Purchase	3890231	1.59
7	Needful Dealcomm Private limited	4060000	1.66	Purchase	4099000	1.68
8	Hypnos Fund Limited	3720278	1.52	Sell	3653858	1.50
9	EOS Multi Strategy Fund Ltd	3092000	1.27	Sell	2905401	1.19
10	Kasturi Vintrade Private Limited	4024547	1.65	Purchase	7348249	3.01

(v) **Shareholding of Directors & KMP**

Sr. No.	Name of Directors & 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
1	<b>Nikhil V. Merchant</b>				
	At the beginning of the year	4000	0.00	4000	0
	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)	-	-	-	-
	At the end of the year	4000	0.00	4000	0
2	<b>Surekha Oak</b>				
	At the beginning of the year	100	0.00	100	0
	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)	-	-	-	-
	At the end of the year	100	0.00	100	0
	<b>KMP</b>	<b>No. of shares</b>	<b>% of total shares of the company</b>	<b>No of shares</b>	<b>% of total shares of the company</b>
	NIL	NIL	NIL	NIL	NIL

**V INDEBTEDNESS**

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtness at the beginning of the financial year</b>				
i) Principal Amount	16,340.09	57.87	-	16,397.96
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	16,340.09	57.87	-	16,397.96
<b>Change in Indebtedness during the financial year</b>				
Additions	43,489.98	5,235.32		48,725.30
Reduction	48,129.10			48,129.10
<b>Net Change</b>	<b>(4,639.12)</b>	<b>5,235.32</b>		<b>596.20</b>

Indebtedness at the end of the financial year				
i) Principal Amount	11,700.97	5,293.19	-	16,994.16
ii) Interest due but not paid	-		-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	<b>11,700.97</b>	<b>5,293.19</b>	<b>-</b>	<b>16,994.16</b>

**VI REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

**A. Remuneration to Managing Director, Whole time director and/or Manager:**

**Total Amount (₹ in Lakhs)**

Sr. No.	Particulars of Remuneration	Name of the MD/WTD/Manager			
		Mr. Nikhil Merchant	Mr. Paresh Merchant	Mr. Sugavanam Padamanabhan	Total
1	<b>Gross salary</b>				
	(a) Salary as per provisions contained in section 17(1) of the Income Tax, 1961.	125.84	125.84	32.04	283.72
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961		-	-	-
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961		-	-	-
2	Stock option		-	-	-
3	Sweat Equity		-	-	-
4	Commission		-	-	-
	as % of profit		-	-	-
	others (specify)		-	-	-
5	Others, please specify		-	-	-
	<b>Total (A)</b>	<b>125.84</b>	<b>125.84</b>	<b>32.04</b>	<b>283.72</b>
	<b>Ceiling as per the Act</b>				

**B. Remuneration to other directors:**

During the year, no remuneration has been paid to other Directors.

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

Sr. No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
1	<b>Gross Salary</b>				
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.	-	26.62	68.44	95.06
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	-	-	-	
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	-	-	-	
2	Stock Option	-	-	-	
3	Sweat Equity	-	-	-	
4	Commission	-	-	-	
	as % of profit	-	-	-	
	others, specify	-	-	-	
5	Others, please specify	-	-	-	
	<b>Total</b>	-	26.62	68.44	95.06

**VII PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES**

During the year, there has been no penalties/punishment/compounding of offences against the Company, Directors or other officers.

**For and on behalf of the Board of Directors**

Mumbai, May 30, 2019

**Navinbhai C. Dave**  
Chairman