

FORM NO. MGT-9
EXTRACT OF ANNUAL RETURN
AS ON THE FINANCIAL YEAR ENDED ON MARCH 31, 2019

(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	L24211RJ1946PLC000469
Registration Date	31st December, 1946
Name of the Company	PI Industries Limited
Category/Sub-category of the Company	Public Company / Limited by shares
Address of the Registered Office and Contact Details	Udaisagar Road, Udaipur-313 001
	Tel. (0294) 2492451-55 Fax: (0294) 2491946
	E-mail: corporate@piind.com
	Website: www.piindustries.com
Whether listed company	Yes
Name, address and contact details of Registrar and TransferAgents, if any	Karvy Fintech Pvt. Ltd.
	Karvy Selenium Tower B, Plot 31-32,
	Gachibowli Financial District,
	Nanakramguda,
	Hyderabad- 500 032,Telangana
	Tel. No.: 040-6716 2222
	Fax No.: 040-2300 1153
	E-mail: einward.ris@karvy.com
	Website: www.karvyfintech.com

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	% to total turnover of the Company
1	Agri-Inputs	3808	98%

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	PILL Finance and Investments Ltd. Udaisagar Road, Udaipur – 313 001	U65990RJ1992PLC055823	Subsidiary	100	2(87)

Category of Shareholders	No. of Shares held at the beginning of the year [as on April 01, 2018]				No. of Shares held at the end of the year [as on March 31, 2019]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
Total shareholding of Promoter (A)= (A)(1)+(A) (2)	7,09,20,110	-	7,09,20,110	51.43	7,09,20,110	-	7,09,20,110	51.38	-
	During the year 2018-19, paid up share capital of the Company has increased from 13,79,07,318 to 13,80,30,651 Equity Shares of Re.1/- each on account of allotment of 1,23,333 equity shares in pursuance of the PII ESOP Scheme.								
B. Public Shareholding									
1. Institutions									
a) Mutual funds	2,57,18,692	-	2,57,18,692	18.65	2,61,60,542	-	2,61,60,542	18.95	0.30
b) Banks / FI	1,93,059	-	1,93,059	0.14	1,00,548	-	1,00,548	0.07	(0.07)
c) Central Govt.	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIs/FPIs	2,07,39,095	-	2,07,39,095	15.05	1,80,61,660	-	1,80,61,660	13.09	(1.96)
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub total (B)(1):	4,66,50,846	-	4,66,50,846	33.83	4,43,22,750	-	4,43,22,750	32.11	(1.73)
2. Non-Institutions									
a) Bodies Corp.									
i) Indian	29,95,280	-	29,95,280	2.17	58,90,373	-	58,90,373	4.27	2.10
ii) Overseas	10,95,426	-	10,95,426	0.79	6,95,426	-	6,95,426	0.50	(0.29)
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs.1 lakh	1,00,34,522	3,13,202	1,03,47,724	7.50	1,03,11,591	1,97,953	1,05,09,544	7.61	0.11
ii) Individual shareholders holding nominal share capital in excess of `1 lakh	17,59,542	2,02,500	19,62,042	1.43	16,80,647	-	16,80,647	1.22	(0.21)
c) Others -(specify)									
Directors	7,04,804	-	7,04,804	0.51	7,04,804	-	7,04,804	0.51	-

Category of Shareholders	No. of Shares held at the beginning of the year [as on April 01, 2018]				No. of Shares held at the end of the year [as on March 31, 2019]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
Non Resident Indians	10,88,461	-	10,88,461	0.79	12,37,672	-	12,37,672	0.90	0.11
Clearing Members	44,969	-	44,969	0.03	20,985	-	20,985	0.02	(0.01)
Trusts	13,44,010	-	13,44,010	0.98	12,65,398	-	12,65,398	0.90	(0.08)
Employee Benefit Trusts	2,76,346	-	2,76,346	0.20	2,31,700	-	2,31,700	0.17	(0.03)
NBFC Regd. with RBI	1,179	-	1,179	0.00	2,710	-	2,710	0.00	-
HUF	3,05,602	-	3,05,602	0.22	2,95,040	-	2,95,040	0.21	(0.01)
IEPF	1,69,835	-	1,69,835	0.12	2,35,845	-	2,35,845	0.17	0.05
Foreign National	684	-	684	-	17,647	-	17,647	0.01	0.01
Sub total (B)(2):	1,98,20,660	5,15,702	2,03,36,362	14.75	2,25,89,838	1,97,953	2,27,87,791	16.51	1.76
Total Public Shareholding (B)=(B)(1)+ (B)(2)	6,64,71,506	5,15,702	6,69,87,208	48.57	6,69,12,588	1,97,953	6,71,10,541	48.62	0.05
C. Shares held by Custodian for GDRs& ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	13,73,91,616	5,15,702	13,79,07,318	100	13,78,32,698	1,97,953	13,80,30,651	100	

B) Shareholding of Promoter(s)

S. No	Shareholder's Name	Shareholding at the beginning of the year (as on April 01, 2018)			Shareholding at the end of the year (as on March 31, 2019)			% 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	Ms Madhu Singhal jointly with Mr. Mayank Singhal	1,36,47,100	9.90	-	1,36,47,100	9.89	-	-
2	Ms Madhu Singhal jointly with Mr. Salil Singhal	6,44,500	0.47	-	6,44,500	0.47	-	-
3	Mr. Mayank Singhal jointly with Ms. Madhu Singhal	3,20,24,820	23.22	-	3,20,24,820	23.20	-	-
4	Ms. Pooja Singhal jointly with Mr. Salil Singhal	86,61,860	6.28	-	86,61,860	6.28	-	-
5	Ms. Shefali Khushalani jointly with Mr. Salil Singhal	1,10,693	0.08	-	1,10,693	0.08	-	-
6	Mr. Salil Singhal jointly with Ms. Shefali Khushalani	85,54,857	6.20	-	85,54,857	6.20	-	-

7	Ms. Madhu Singhal jointly with Ms. Pooja Singhal	36,34,450	2.64	-	36,34,450	2.63	-	-
8	Ms. Madhu Singhal jointly with Ms. Shefali Khushalani	36,34,450	2.64	-	36,34,450	2.63	-	-
9	Ms. Pooja Singhal	3,690	-	-	3,690	-	-	-
10	Mr. Mayank Singhal	3,690	-	-	3,690	-	-	-

* Change of % due to increase in paid up capital during the year.

C) Change in Promoters' Shareholding

S.No.	Particulars	Shareholding at the beginning of the year (as on April 01, 2018)		Shareholding at the end of the year (as on March 31, 2019)	
		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	7,09,20,110	51.43	-	-
2	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase/Decrease	-	-	-	-
	At the end of the year	-	-	7,09,20,110	51.38 *

* During the year 2018-19, paid up share capital of the Company has increased from 13,79,07,318 to 13,80,30,651 Equity Shares of ` 1 each on account of allotment of 1,23,333 equity shares in pursuance of the PII ESOP Scheme.

D) Shareholding Pattern of top Ten Shareholders

(other than Directors, Promoters and Holders of GDR's and ADR's)

S. No.	For each of the top 10 shareholders	Shareholding at the beginning of the year (as on April 01, 2018)		Shareholding at the end of the year (as on March 31, 2019)	
		No. of Shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1.	ICICI Prudential Value Discovery Fund	73,45,756	5.33	60,73,466	4.40
2.	SBI Long Term Advantage Fund – Series VI	47,39,396	3.44	54,80,372	3.97
3.	Franklin Templeton Mutual Fund A/c Franklin India	20,79,905	1.51	43,66,270	3.16
4.	UTI Mahila Unit Scheme	25,61,372	1.86	25,98,606	1.88
5.	DSP Blackrock A.C.E fund Series = 1	27,90,864	2.02	19,89,325	1.44
6.	Stichting Depository APG Emerging Markets Equity Pool	15,99,252	1.16	19,45,449	1.41
7.	Kotak Equity Hybrid	-	-	18,11,310	1.31
8.	HDFC Life Insurance Co. Ltd.	557,203	0.40	16,76,636	1.21
9.	Mr. Govind Swarup, Trustee, The Alto Trust	10,00,548	0.73	10,00,548	0.72
10.	TATA AIA Life Insurance Co. Ltd. Aggressive Growth Fund	3,00,280	0.22	9,78,853	0.71
11.	Axis Mutual Fund Trustee Ltd. A/c Axis Mutual Fund A/c Axis Long Term Equity Fund	42,00,247	3.05	9,12,544	0.66
12.	Government Pension Fund Global	13,47,330	0.98	7,60,538	0.55
13.	Rowanhill Investments Ltd.	10,95,426	0.79	6,95,426	0.50
14.	Amansa Holdings Pvt. Ltd.	25,09,397	1.82	-	-

E) Shareholding of Directors and Key Managerial Personnel

S. No.	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year (as on April 01, 2018)		Shareholding at the end of the year (as on March 31, 2019)	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
Directors					
1.	Mr. Narayan K. Seshadri	4,84,259	0.35	4,84,259	0.35
2.	Mr. Mayank Singhal Jointly with Mrs. Madhu Singhal	3,20,24,820	23.22	3,20,24,820	23.20
3.	Mr. Mayank Singhal	3,690	-	3,690	-
4.	Mr. Rajnish Sarna	2,20,545	0.16	2,20,545	0.16
Other KMP's					
5.	Mr. Subhash Anand, CFO	-	-	-	-
6.	Mr. Naresh Kapoor, Company Secretary	14,150	0.01	14,150	0.01

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

Particulars	(Rs. in Mn.)			
	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	837.96	-	-	837.96
ii) Interest due but not paid		-	-	
iii) Interest accrued but not due	2.43	-	-	2.43
Total (i+ii+iii)	840.39	-	-	840.39
Change in Indebtedness during the financial year				
Addition				
Reduction	344.78	-	-	344.78
Net Change	344.78	-	-	344.78
Indebtedness at the end of the financial year				
i) Principal Amount	493.68	-	-	493.68
ii) Interest due but not paid		-	-	
iii) Interest accrued but not due	1.93	-	-	1.93
Total (i+ii+iii)	495.61	-	-	495.61

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration paid to Managing Director, Whole-time Director

S. No	Particulars of Remuneration	Name of MD/WTD/Manager		
		Mr. Mayank Singhal MD & CEO	Mr. Rajnish Sarna WTD	Total Amount
1	Gross salary			

(Rs. in Mn.)

	(a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	45.16	29.97	75.13
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961 incl. stock options	1.33	0.04	1.37
	(c) Profits in lieu of salary under Section 17(3) Income- tax Act, 1961	-	-	-
2	Stock Options	-	-	-
3	Sweat Equity	-	-	-
4	Commission as % of profit others, specify,	57.00	23.00	80.00
5	Others, please specify, PF Contribution	2.90	1.94	4.84
	Total (A)	106.39	54.95	161.34
	Ceiling as per the Act (in Rs. Mn.) (@ 10% of the net profits of the Company calculated as per Section 198 of the Companies Act, 2013)			569.90

B. Remuneration to Non-Executive Directors

(Rs. in Mn.)

S.No.	Name of the Non-Executive Director	Fee for attending Board/Committee meetings	Commission	Total
1.	Mr. Narayan K. Seshadri	0.45	6.00	6.45
2.	Mr. Pravin K. Laheri	0.30	1.80	2.10
3.	Mrs. Ramni Nirula	0.39	2.40	2.79
4.	Mr. Ravi Narain	0.45	2.40	2.85
5	Mr. Arvind Singhal	0.15	1.80	1.95
6	Dr. T.S. Balganesb	0.18	2.40	2.58
	Total managerial remuneration to Non-Executive Directors	1.92	16.80	18.72
	Ceiling as per the Act (Rs.in Mn) @ 1% of the net profits of the Company calculated as per Section 198 of the Companies Act, 2013			56.99

% excluding reimbursement of travel and other expenses incurred for the Company's business / meetings.

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

(Rs. in Mn.)

S.No.	Particulars of Remuneration	Mr. Subhash Anand CFO	Mr. Naresh Kapoor Company Secretary	Total Amount
1	Gross salary			
	(a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	16.28	3.87	20.15
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961 incl. stock options	-	0.03	0.03

	(c) Profits in lieu of salary under Section 17(3) Income- tax Act, 1961	-	-	-
2	Stock Options	-	-	-
3	Sweat Equity	-	-	-
4	Commission	-	-	-
	- as % of profit	-	-	-
	- others, specify	-	-	-
5	Others, please specify	-	-	-
	Total	16.28	3.90	20.18

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			NONE		
Punishment					
Compounding					
B. DIRECTORS					
Penalty			NONE		
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty			NONE		
Punishment					
Compounding					

On behalf of the Board of Directors
For PI Industries Ltd.
Sd/-

Narayan K. Seshadri
Chairman
DIN: 00053563

Place: Gurugram
Date : May 17, 2019