

Annexure – L

Form No. MGT-9

Extract of Annual Return as on the financial year ended on 31st 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:

1.	CIN	L15511TN1983PLC010313
2.	Registration Date	15.09.1983
3.	Name of the Company	EMPEE DISTILLERIES LIMITED
4.	Category /Sub-Category of the Company	Public Company limited by shares
5.	Address of the Registered office and contact details	Empee Tower, No.59, Harris Road, Pudupet, Chennai – 600 002, Tamilnadu. Phone : 044-28531111; Email : cs@empeegroup.co.in
6.	Whether listed Company	Yes
7.	Name, Address and Contact details of Registrar and Transfer Agent, if any	M/s.Cameo Corporate Services Limited No.1, Subramaniam Building Club House Road, Chennai – 600 002 Telephone: 044-28460390 Email id: investor@cameoindia.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:

Sr. No.	Name and Description of Main Product/Services	NIC Code of the Product	% to total turnover of the company
1.	IMFL	220810	99
2.	IAP	29.05	1

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

Sr. No.	Name and Address of the company	CIN/GIN	Holding/Subsidiary of the company	% of shares held	Applicable section
1	Empee Sugars and Chemicals Ltd	L24110AP1988PLC 009291	Subsidiary	62.80	2(87)
2	Appollo Distilleries and Breweries Pvt Ltd	U85110KA1995PTC 019074	Subsidiary	91.41	2(87)
3	EDL Properties Limited	U70102TN2007PTC 064136	Subsidiary	75.00	2(87)

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				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. PROMOTERS :									
1. Indian									
a. Individual/HUF	2094514	-	2094514	10.38	2094514	-	2094514	10.38	-
b. Central Govt.	-	-	-	-	-	-	-	-	-
c. State Govt.	-	-	-	-	-	-	-	-	-
d. Bodies Corp.	4875237	-	4875237	24.17	4604632	-	4604632	22.82	-1.35
e. Bank/FI	-	-	-	-	-	-	-	-	-
f. Any other Directors & Relatives	4702933	-	4702933	23.31	4702933	-	4702933	23.31	
Sub-Total A(1)	11672684	-	11672684	57.86	11402079	-	11402079	56.51	-1.35

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2. Foreign									
a. NRI-Individuals	-	-	-	-	-	-	-	-	-
b. Other Individuals	-	-	-	-	-	-	-	-	-
c. Body Corporate	-	-	-	-	-	-	-	-	-
d. Bank/FI	-	-	-	-	-	-	-	-	-
e. Any Others	-	-	-	-	-	-	-	-	-
Sub Total – A(2)	-	-	-	-	-	-	-	-	-
Total Share holder of Promoters (1+2)	11672684	-	11672684	57.86	11402079	-	11402079	56.51	-1.35
B. NON-PROMOTERS :									
1. Institution									
a. Mutual Funds	-	-	-	-	-	-	-	-	-
b. Bank/FI	37292	-	37292	0.18	14503	-	14503	0.07	-0.11
c. Cent. Govt.	-	-	-	-	-	-	-	-	-
d. State Govt.	-	-	-	-	-	-	-	-	-
e. Venture Capital	-	-	-	-	-	-	-	-	-
f. Insurance Co.	-	-	-	-	-	-	-	-	-
g. FIs	-	-	-	-	-	-	-	-	-
h. Foreign Ven. Capital Fund	939727	-	939727	4.66	939727	-	939727	4.66	-
i. Others	-	-	-	-	-	-	-	-	-
Sub-Total-B(1)	977019	-	977019	4.84	939727	-	939727	4.73	0.11
1. Non-Institution									
A. Body Corp.	947483	227533	1175016	5.82	1210848	400	1211248	6.00	0.18
a. Individual :									
i. Individual shareholders holding nominal share capital upto Rs.2 lakh	4701011	919	4701930	23.30	4831489	519	4832008	23.95	0.65
ii. Individual shareholders holding nominal share capital in excess of Rs.2 lakh.	867130	240000	1107130	5.48	771478	240000	1011478	5.01	-0.47
C. Others									
(i) NRI (Rep)	136613	-	136613	0.68	153920	-	153920	0.76	0.08
(ii) NRI (Non-Rep)	34481	-	34481	0.17	36349	-	36349	0.18	0.01
(iii) Foreign National	-	-	-	-	-	-	-	-	-
(iv) HUF	340850	1	340851	1.69	452819	-	452819	2.24	0.55
(v) Trust	737	-	737	-	737	-	737	-	-
(vi) Clearing Member	29292	-	29292	0.14	120885	-	120885	0.60	0.46
Sub-Total - B(2)	7057597	468453	7526050	37.28	7578525	240919	7819444	38.76	1.48
Net Total - B(1+2)	7094889	1408180	8503069	42.14	8532755	240919	8773674	43.49	1.35
C. Shares held by Custodian for GDRs & ADRs									
Promoter and Promoter Group	-	-	-	-	-	-	-	-	-
Public	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	18767573	1408180	20175753	100	19934834	240919	20175753	100	-

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 shareholding during the year
		No. of shares	% of total share 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	Empee Holdings Ltd	4875237	24.16	24.17	4604632	22.82	22.82	-1.35
2	M P Purushothaman	2094514	10.38	10.38	2094514	10.38	10.38	-
3	A K Aruna	1800000	8.92	8.92	1800000	8.92	8.92	-
4	Nisha Purushothaman	1002000	4.97	4.97	1002000	4.97	4.97	-
5	Shaji Purushothaman	610	-	-	610	-	-	-
6	Sheena Purushothaman	888923	4.41	4.41	888923	4.41	4.41	-
7	Sheeju Purushothaman	1002000	4.97	4.97	1002000	4.97	4.97	-
8	A K Sajeevan	9400	0.05	-	9400	0.05	-	-
	Total	11672684	57.86	57.81	11402079	56.51	56.47	-1.35

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iii. Change in Promoters' Shareholding : NIL

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

Sr. No.	Top Ten Shareholders	Shareholding at the beginning of the year – 1 st April 2017		Shareholding at the end of the year -31 st March, 2018	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	SUDHISH CHUGH	196309	1.03	29750	0.15
2	DINESH KUMAR SINGHI	192818	1.01	192818	0.95
3	AARAV FINANCIAL SERVICE P LTD	64000	0.33	-	-
4	IL AND FS SECURITIES SERVICES LIMITED	54075	0.28	74126	0.37
5	JOSEPH ITTIACHEN	50000	0.26	50000	0.26
6	LEON ITTIACHEN	50000	0.26	50000	0.26
7	SABESTIAN ITTIACHEN	50000	0.26	50000	0.26
8	XAVIER ITTIACHEN	50000	0.26	50000	0.26
9	MOTILAL OSWAL FINANCIAL SERVICES LIMITED	43679	0.22	17686	0.09
10	LUCY ITTIACHEN	40000	0.21	40000	0.21

v. Shareholding of Directors and Key Managerial Personnel:

Sr. No.	For each of the Directors and KMP	Shareholding at the beginning of the year – 1 st April 2017		Shareholding at the end of the year -31 st March, 2018	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	MR M P PURUSHOTHAMAN	2094514	11.02	2094514	10.38
2.	MR SHAJI PURUSHOTHAMAN	610	--	610	--

V. INDEBTEDNESS

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

Rs. in lacs

Particulars	Secured Loans excluding Deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year 01.04.2017				
1. Principal amount	3138.00	-	-	3138.00
2. Interest due but not paid	163.20	-	-	163.20
3. Interest accrued but not due	8.95	-	-	8.95
Total (1+2+3)	3310.15	-	-	3310.15
Change in Indebtedness during the financial year	-	-	-	-
+Addition	-	-	-	-
-Reduction	-	-	-	-
Net change	-	-	-	-
Indebtedness at the end of the financial year 31.3.2018				
1. Principal amount	2682.46	-	-	2682.46
2. Interest due but not paid	180.06	-	-	180.06
3. Interest accrued but not due	8.95	-	-	8.95
Total (1+2+3)	2871.47	-	-	2871.47

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VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sr. No.	Particulars of Remuneration	Total Amount (Rs. in lacs)
	Name of MD/WTD/Manager :	
1.	Gross Salary	N. A.
	a) Salary as per provisions contained in section 17(1) of the Income Tax Act.	
	b) Value of perquisites u/s 17(2) Income Tax Act, 1961	
	c) Profits in lieu of salary u/s 17(3) of Income Tax Act, 1961	
2.	Stock Option	
3.	Sweat Equity	
4.	Commission - As % of Profit - Others, specify	
5.	Others, please specify - Provident Fund & other funds	
	Performance Bonus	
	Total (A)	
	Ceiling as per the Act	

B. Remuneration of other Directors:

I. Independent Directors:

Particulars of Remuneration	Name of Directors		Total Amount (Rs.)
	Mr. R Rangachari	Mr.Suresh Raj Madhok	
Fee for attending Board /Committee meeting	115000	115000	230000
Commission	-	-	-
Others	-	-	-
Total(1)	115000	115000	230000

II. Other Non-Executive Directors:

Other Non-Executive Directors	Mr.M.P.Purushothaman
Fee for attending Board /Committee meeting	75000
Commission	-
Others	-
Total(2)	75000
Ceiling as per Act	

C. Remuneration to Key managerial Personnel other than MD/Manager/WTD:

Sr. No.	Particulars of Remuneration	Total Amount (Rs. in lacs)	Total Amount (Rs in lacs)	Total Amount (Rs. in lacs)
	Name of the KMP :	Ms.Nisha Purushothaman Joint Managing Director	Mr N Chandrasekaran CFO (Rs in lacs)	Mr.R.Venkatesh Company Secretary (Rs in lacs)
1.	Gross Salary		19.20	5.00
	a) Salary as per provision contained in sec 17(1) of the IT Act.	-	-	-
	b) Value of perquisites u/s 17(2) IT Act 1961	-	-	-
	c) Profits in lieu of salary u/s 17(3) of IT Act 1961.	-	-	-
2.	Stock Option	-	-	-
3.	Sweat Equity	-	-	-
4.	Commission - As % of Profit	-	-	-
5.	Others, please specify - Contribution of Provident fund	-	-	-
6.	Performance Bonus	-	-	-
	Total (C)	-	19.20	5.00

VII. Penalties /Punishment/ Compounding of offences : Nil
