

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



सत्यमेव जयते

Annual Return

Form language English Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

L15420PN1933PLC133303

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACT6047R

(ii) (a) Name of the company

TILAKNAGAR INDUSTRIES LIM

(b) Registered office address

P.O. TILAKNAGAR, TAL.SHRIRAMPUR, DIST. AHMEDNAGAR
SHRIRAMPUR
Maharashtra
413720
India

(c) * e-mail ID of the company

investor@tilind.com

(d) * Telephone number with STD code

02422265123

(e) Website

www.tilind.com

(iii) Date of Incorporation

29/07/1933

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

Yes No

(vi) *Whether shares listed on recognized Stock Exchange(s)

Yes No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	Bombay Stock Exchange	1
2	National Stock Exchange	1,024

(b) CIN of the Registrar and Transfer Agent

U99999MH1994PTC076534

Pre-fill

Name of the Registrar and Transfer Agent

BIGSHARE SERVICES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

E-3 ANSA INDUSTRIAL ESTATESAKI VIHAR ROAD
SAKINAKA

(vii) Financial year From date 01/04/2017 (DD/MM/YYYY) To date 31/03/2018 (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held Yes No

(a) If yes, date of AGM

22/09/2018

(b) Due date of AGM

30/09/2018

(c) Whether any extension for AGM granted

Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

Number of business activities

1

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	C	Manufacturing	C1	Food, beverages and tobacco products	81

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given

9

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	PRAG DISTILLERY PRIVATE LIM	U15512PN2005PTC133636	Subsidiary	100
2	VAHNI DISTILLERIES PRIVATE L	U24119PN1993PTC133461	Subsidiary	100

3	KESARVAL SPRINGS DISTILLER ⁺	U15511PN1993PTC140561	Subsidiary	100
4	PUNJABEXPO BREWERIES PRIV ⁺	U15531PN1997PTC143390	Subsidiary	100
5	MYKINGDOM VENTURES PRIVA ⁺	U74900PN2008PTC143964	Subsidiary	100
6	STUDD PROJECTS PRIVATE LIM ⁺	U45202PN2008PTC144178	Subsidiary	100
7	SRIRAMPUR GRAINS PRIVATE L ⁺	U01300PN2008PTC144177	Subsidiary	100
8	SHIVPRABHA SUGARS LIMITED ⁺	U15424PN2006PLC129391	Subsidiary	90
9	MASON AND SUMMERS MARK ⁺	U01551KA2005PTC036347	Associate	26

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	150,000,000	124,756,115	124,756,115	124,756,115
Total amount of equity shares (in Rupees)	1,500,000,000	1,247,561,150	1,247,561,150	1,247,561,150

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	150,000,000	124,756,115	124,756,115	124,756,115
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	1,500,000,000	1,247,561,150	1,247,561,150	1,247,561,150

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares	Total nominal amount	Total Paid-up amount	Total premium
Equity shares				
At the beginning of the year	124,756,115	1,247,561,150	1,247,561,150	
Increase during the year	0	0	0	0
i. Public Issues	0	0	0	0
ii. Rights issue	0	0	0	0
iii. Bonus issue	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0
v. ESOPs	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0
vii. Conversion of Preference share	0	0	0	0
viii. Conversion of Debentures	0	0	0	0
ix. GDRs/ADRs	0	0	0	0
x. Others, specify				
Decrease during the year	0	0	0	0
i. Buy-back of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0

iv. Others, specify				
At the end of the year	124,756,115	1,247,561,150	1,247,561,150	
Preference shares				
At the beginning of the year	0	0	0	
Increase during the year	0	0	0	0
i. Issues of shares	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0
iii. Others, specify				
Decrease during the year	0	0	0	0
i. Redemption of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
At the end of the year	0	0	0	

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

Nil

[Details being provided in a CD/Digital Media]

Yes

No

Not Applicable

Separate sheet attached for details of transfers

Yes

No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting		25/09/2017	
Date of registration of transfer (Date Month Year)			
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor		<input type="text"/>	
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input type="text"/>	
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Date of registration of transfer (Date Month Year)			
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>

Ledger Folio of Transferor						
Transferor's Name						
	Surname		middle name		first name	
Ledger Folio of Transferee						
Transferee's Name						
	Surname		middle name		first name	

(iv) *Indebtedness including debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0		0
Partly convertible debentures	0		0
Fully convertible debentures	0		0
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			9,784,876,519
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			261,794,094
Deposit			0
Total			10,046,670,613

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

3,967,476,545

(ii) Net worth of the Company

-1,853,304,731

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	63,816,499	51.15	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	4,755,169	3.81	0	

10.	Others	0	0	0	
	Total	68,571,668	54.96	0	0

Total number of shareholders (promoters)

6

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	39,893,457	31.98	0	
	(ii) Non-resident Indian (NRI)	1,770,493	1.42	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	430,756	0.35	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	282,724	0.23	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	12,974,250	10.4	0	
10.	Others 1) Clearing Member 2) Tilak +	832,767	0.67	0	
	Total	56,184,447	45.05	0	0

Total number of shareholders (other than promoters)

31,439

Total number of shareholders (Promoters+Public/
Other than promoters)

31,445

(c) *Details of Foreign institutional investors' (FIIs) holding shares of the company

1

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
POLUS GLOBAL FUND	414 S B MARG LOWER PAREL, MUM			282,724	0.23

VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS

(Details, Promoters, Members (other than promoters), Debenture holders)

Details	At the beginning of the year	At the end of the year
Promoters	6	6
Members (other than promoters)	36,636	31,439
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	1	1	1	1	23.92	26.43
B. Non-Promoter	0	3	0	3	0	0.04
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	3	0	3	0	0.04
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	1	4	1	4	23.92	26.47

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

7

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
AMIT ARUN DAHANUK	00305636	Managing Director	29,844,552	
SHIVANI AMIT DAHAN	00305503	Director	32,976,043	
RAVINDRA DINKAR BA	00353476	Director	32,250	
CHANDERBHAN VERH	02039345	Director	20,000	
KISHOREKUMAR GAN	07527683	Director	0	
SRIJIT MULLICK	AEOPM4473R	CFO	0	
GAURAV BRAHMDEV	ACSPT3292K	Company Secretar	0	

(ii) Particulars of change in director(s) and Key managerial personnel during the year

0

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
ANNUAL GENERAL MEETI	25/09/2017	35,158	100	55.23

B. BOARD MEETINGS

*Number of meetings held

5

S. No	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	29/05/2017	5	4	80
2	07/08/2017	5	4	80
3	14/09/2017	5	4	80

S No	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
4	27/12/2017	5	5	100
5	27/02/2018	5	4	80

C. COMMITTEE MEETINGS

Number of meetings held

26

S. No	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	AUDIT COMM +	29/05/2017	3	3	100
2	AUDIT COMM +	07/08/2017	3	2	66.67
3	AUDIT COMM +	14/09/2017	3	2	66.67
4	AUDIT COMM +	27/12/2017	3	3	100
5	AUDIT COMM +	27/02/2018	3	3	100
6	STAKEHOLDE +	29/05/2017	3	3	100
7	STAKEHOLDE +	14/09/2017	3	2	66.67
8	STAKEHOLDE +	27/12/2017	3	3	100
9	STAKEHOLDE +	27/02/2018	3	3	100
10	NOMINATION +	29/05/2017	3	3	100

D. ATTENDANCE OF DIRECTORS

S No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on (Y/N/NA)
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
		1	AMIT ARUN D	5	5	100	18	
2	SHIVANI AMI	5	3	60	16	14	87.5	
3	RAVINDRA D	5	5	100	12	12	100	
4	CHANDERBH	5	3	60	25	19	76	

5	KISHOREKUM	5	5	100	7	7	100	
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X. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	AMIT ARUN DAHAJ	Chairman & Mar	8,235,002				8,235,002
	Total		8,235,002				8,235,002

Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SRIJIT MULLICK	CFO	7,500,765				7,500,765
2	GAURAV BRAHMD	COMPANY SEC	3,895,131				3,895,131
	Total		11,395,896	0	0	0	11,395,896

Number of other directors whose remuneration details to be entered

0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year Yes No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS Nil

0

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

Yes No

(In case of 'No', submit the details separately through the method specified in instruction kit)

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

Whether associate or fellow Associate Fellow

Certificate of practice number

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
- (b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ... dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

DIN of the director

To be digitally signed by

- Company Secretary
- Company secretary in practice

Membership number

Certificate of practice number

Attachments

- 1 List of share holders, debenture holders
- 2 Approval letter for extension of AGM;
- 3 Copy of MGT-8;
- 4 Optional Attachment(s), if any

-
-
-
-

List of attachments

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This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company

TILAKNAGAR INDUSTRIES LTD.

CIN: L15420PN1933PLC133303

Regd. Office : P.O. TILAKNAGAR, TAL. SHRIRAMPUR, DIST. AHMEDNAGAR, MAHARASHTRA- 413720

Email: investor@tilind.com; Website: www.tilind.com

Phone: +91 22 22831716/18; Fax: +91 22 22046904

IX C. COMMITTEE MEETINGS					
Number of meetings held - 26					
S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	as %age of total members
1	Audit Committee	29/05/2017	3	3	100.00
2	Audit Committee	07/08/2017	3	2	66.67
3	Audit Committee	14/09/2017	3	2	66.67
4	Audit Committee	27/12/2017	3	3	100.00
5	Audit Committee	27/02/2018	3	3	100.00
6	Stakeholders Relationship Committee	29/05/2017	3	3	100.00
7	Stakeholders Relationship Committee	14/09/2017	3	2	66.67
8	Stakeholders Relationship Committee	27/12/2017	3	3	100.00
9	Stakeholders Relationship Committee	27/02/2018	3	3	100.00
10	Nomination and Remuneration Committee	29/05/2017	3	3	100.00
11	Compensation Committee	29/05/2017	3	2	66.67
12	Corporate Social Responsibility Committee	07/08/2017	3	2	66.67
13	Share Transfer Committee	13/04/2017	3	3	100.00
14	Share Transfer Committee #	05/05/2017	3	1	33.33
15	Share Transfer Committee *	12/05/2017	3	2	66.67
16	Share Transfer Committee	30/06/2017	3	2	66.67
17	Share Transfer Committee	11/09/2017	3	2	66.67
18	Share Transfer Committee	24/11/2017	3	3	100.00
19	Share Transfer Committee	01/12/2017	3	3	100.00
20	Share Transfer Committee	15/12/2017	3	3	100.00
21	Share Transfer Committee	05/01/2018	3	3	100.00
22	Share Transfer Committee	12/01/2018	3	3	100.00
23	Share Transfer Committee	02/02/2018	3	3	100.00
24	Share Transfer Committee	09/03/2018	3	3	100.00
25	Share Transfer Committee	16/03/2018	3	3	100.00
26	Share Transfer Committee	30/03/2018	3	3	100.00

Meeting adjourned to May 12, 2017

* Continuation of Meeting held on May 05, 2017