

INTEGRATED PROTEINS LIMITED

EXTRACT OF ANNUAL RETURN – 2017-18

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

Financial Year ended on 31/03/2018

(I) **REGISTRATION AND OTHER DETAILS:**

(i)	CIN	L15400GJ1992PLC018426
(ii)	Registration date	14 th October, 1992
(iii)	Name of the Company	INTEGRATED PROTEINS LIMITED
(iv)	Category/Sub-category of the Company	Company having share capital
(v)	Address of the Registered Office and Contact Details	Address of Registered Office: City Point, Opp- Town Hall, Jamnagar-361 008, Gujarat Contact Details: Phone: 0288-2551901, 2551902, 2551903 E-Mail Id: ps@arcadia.co.in Website: www.integratedproteins.com
(vi)	Whether Listed Company? Yes / No	Yes
(vii)	Name, address and contact details of Registrar and Share Transfer Agent.	Cameo Corporate Services Limited Subramanian Building No.1, Club House Road, Chennai-600 002 (Tamil Nadu) Phone: 2846 0390 (6 lines) Fax: 044-2846 0129

INTEGRATED PROTEINS LIMITED

(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 & Description of main products/services	% to total turnover of the company
1	Company is engaged in processing of various oil seeds like soyabean, mustard/ rapeseed, groundnut, etc business with wide /various range depending on ultimate application of the products.	100%

(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	NONE				



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

(i) **Category – wise share holding:**

Sr. No.	Category of Shareholders	No of Shares held at the beginning of the year 01.04.2017				No of Shares held at the end of the year 31.03.2018				% Change during the year
		Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
A	PROMOTERS									
(1)	Indian									
(a)	Individual/HUF	1490540	1510	1492050	40.60%	1494140	1510	1495650	46.69	6.09%
(b)	Central Govt.	---	---	---	---	---	---	---	---	---
(c)	State Govt.(s)	---	---	---	---	---	---	---	---	---
(d)	Bodies Corp.	---	---	---	---	---	---	---	---	---
(e)	Banks/FIs	---	---	---	---	---	---	---	---	---
(f)	Any Other	---	---	---	---	---	---	---	---	---
	Sub – Total (A) (1)	1490540	1510	1492050	40.60%	1494140	1510	1495650	46.69	6.09%
(2)	Foreign									
(a)	NRI – Individuals	---	---	---	---	---	---	---	---	---
(b)	Other –Individuals	---	---	---	---	---	---	---	---	---
(c)	Bodies Corp.	---	---	---	---	---	---	---	---	---
(d)	Banks/FI	---	---	---	---	---	---	---	---	---
(e)	Any Other	---	---	---	---	---	---	---	---	---
	Sub – Total (A) (2)	---	---	---	---	---	---	---	---	---
	TOTAL Shareholding of Promoter (A) = (A) (1) + (A) (2)	1490540	1510	1492050	40.60%	1494140	1510	1495650	46.69	6.09%
B	PUBLIC SHAREHOLDING									
1	Institutions									
(a)	Mutual Funds	---	---	---	---	---	---	---	---	---
(b)	Banks/FI	---	---	---	---	---	---	---	---	---
(c)	Central Govt.	---	---	---	---	---	---	---	---	---
(d)	State Govt.	---	---	---	---	---	---	---	---	---
(e)	Venture Capital Funds	---	---	---	---	---	---	---	---	---
(f)	Insurance Companies	---	---	---	---	---	---	---	---	---
(g)	FIs	---	---	---	---	---	---	---	---	---
(h)	Foreign Venture Capital Funds	---	---	---	---	---	---	---	---	---
(i)	Others (Specify)	---	---	---	---	---	---	---	---	---
	(j) Sub – Total (B)(1)									
2	Non-Institutions									
(a)	Bodies Corporate									
(i)	Indian	200	71400	71600	1.95%	200	19,600	19,800	0.62%	(1.33)
(ii)	Overseas	---	---	---	---	---	---	---	---	---
(b)	Individuals									

Sr. No.	Category of Shareholders	No of Shares held at the beginning of the year 01.04.2017				No of Shares held at the end of the year 31.03.2018				% Change during the year
		Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
(i)	Individual shareholders holding nominal share capital upto Rs. 1 Lakh	85800	1164440	1250240	34.02%	88000	744340	832340	25.98%	8.04%
(ii)	Individual shareholders holding nominal share capital in excess of Rs. 1 Lakh.	138400	238210	376610	10.25%	166600	205510	372110	11.62%	1.37
(c)	Others (specify)									
	Hindu Undivided Families	6800	28200	35000	0.95%	6800	28200	35000	1.09%	0.14%
	Non Resident Indians	3500	446200	449700	12.24%	2500	446200	448700	14.01%	1.77%
	Sub-total(B) (2)	234700	1948450	2183150	59.40	264100	1443850	1707950	53.31%	9.99
	Total Public shareholding (B)=B(1)+B(2)	234700	1948450	2183150	59.40%	264100	1443850	1707950	53.31%	9.99
C	Shares held by Custodian for ADRs and GDRs.	---	---	---	---	---	---	---	---	---
	GRAND TOTAL	1725240	1949960	3675200	100%	1758240	1445360	3203600	100%	16.08

(ii) Shareholding of Promoters:

Sr. No.	Shareholder's name	Shareholding at the beginning of the year 01.04.2017			Shareholding at the end of the year 31.03.2018			% Change
		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	Arvind Kantilal Shah	631930	17.19%	---	631930	19.73%	---	2.54%
2	Parul Shah	89300	2.43%	---	89300	2.79%	---	0.36%
3	Vinit Arvind Shah	30400	0.83%	---	30400	0.95%	---	0.12%
4	Chintan Arvindbhai Shah	8200	0.22%	---	8200	0.26%	---	0.04%
5	Piyush Chimanlal Vora	10010	0.27%	---	10010	0.31%	---	0.04%
6	Purnima P. Vora	1510	0.04%	---	1510	0.05%	---	0.01%
7	Ranjanben Upendrabhai Dholkia	14600	0.40%	---	18200	0.57%	---	0.17%

8	Mehta Vinod Prabhulal	622300	16.93%	---	622300	19.43%	---	2.5%
9	Mehta Jyoti Vinod	30500	0.83%	---	30500	0.95%	---	0.12%
10	Mehta Amrish V.	53300	1.45%	---	53300	1.66%	---	0.21%
GRAND TOTAL		1492050	40.60%	---	1495650	46.69	---	6.09%

(iii) Change in Promoter's Shareholding:

Sr. No	Particulars	Shareholding at the beginning of the year 01.04.2017		Change in Shareholding			Cumulative Shareholding during the year 31.03.2018	
		No. of Shares	% of total shares of Company	Date	Increasing Decreasing in Share holding	Reason	No. of Shares	% of total shares of the Company
1	Arvind Kantilal Shah	631930	17.19%	29/03/2018	2.54%	Increase in percentage of holding due to forfeiture of shares and consequent reduction.	631930	19.73%
2	Parul Shah	89300	2.43%	29/03/2018	0.36%	Increase in percentage of holding due to forfeiture of shares and consequent reduction	89300	2.79%
3	Vinit Arvind Shah	30400	0.83%	29/03/2018	0.12%	Increase in percentage of holding due to forfeiture of shares and consequent reduction	30400	0.95%
4	Chintan A Shah	8200	0.22%	29/03/2018	0.04%	Increase in percentage of holding due to forfeiture of shares and consequent reduction	8200	0.26%
5	Piyush Chimanlal Vora	10010	0.27%	29/03/2018	0.04%	Increase in percentage of holding due to forfeiture of shares and consequent reduction	10010	0.31%
6	Purnima P. Vora	1510	0.04%	29/03/2018	0.01%	Increase in percentage	1510	0.05%

						of holding due to forfeiture of shares and consequent reduction		
7	Ranjanben Upendrabhai Dholkia	14600	0.40%	29/03/2018	0.17%	Increase in percentage of holding due to forfeiture of shares and consequent reduction and due to Transfer of Shares	18200	0.57%
8	Mehta Vinod Prabhulal	622300	16.93%	29/03/2018	2.5%	Increase in percentage of holding due to forfeiture of shares and consequent reduction	622300	19.43%
9	Mehta Jyoti Vinod	30500	0.83%	29/03/2018	0.12%	Increase in percentage of holding due to forfeiture of shares and consequent reduction	30500	0.95%
10	Mehta Amrish V.	53300	1.45%	29/03/2018	0.21%	Increase in percentage of holding due to forfeiture of shares and consequent reduction	53300	1.66%

(iv) Shareholding Pattern of top ten shareholders: (Other than Directors, Promoters & Holders of GDRs & ADRs):

Sr. No	Particulars	Shareholding at the beginning of the year 01.04.2017		Change in Shareholding			Cumulative Shareholding during the year 31.03.2018	
		No. of Shares	% of total shares of Company	Date	Increasing Decreasing in Share holding	Reason	No. of Shares	% of total shares of the Company
1	Lalitchandra Durgashankar Pandya	61000	1.66%	29/03/2018	0.24%	Increase in percentage of holding due to forfeiture of shares and	61000	1.90%

						consequent reduction		
2	Harenkumar Rasiklal Mehta	60900	1.66%	29/03/2018	0.25%	Increase in percentage of holding due to forfeiture of shares and consequent reduction	60900	1.91%
3	Jainy Shah	54400	1.48%	29/03/2018	0.21%	Increase in percentage of holding due to forfeiture of shares and consequent reduction	54400	1.69%
4	Kripal Sureshchandra Pandya	45000	1.22%	29/03/2018	0.18%	Increase in percentage of holding due to forfeiture of shares and consequent reduction	45000	1.40%
5	Sureshchandra Kashiram Pandya	45000	1.22%	29/03/2018	0.18%	Increase in percentage of holding due to forfeiture of shares and consequent reduction	45000	1.40%
6	Suraj Jajodia	44400	1.21%	29.03.2018	(1.39%)	Shares Forfeited	0	0
7	Niyati K. Shah	43200	1.18%	29.03.2018	0.17%	Increase in percentage of holding due to forfeiture of shares and consequent reduction	43200	1.35%
8	Sandhi Corporate Services Ltd.	29600	0.81%	29.03.2018	(0.92%)	Shares Forfeited	0	0
9	Pandya K S	29000	0.79%	29.03.2018	0.12%	Increase in percentage of holding due to forfeiture of shares and consequent reduction	29000	0.91%
10	Chetan K. Vora	28200	0.77%	29.03.2018	0.11%	Increase in percentage of holding due to forfeiture of shares and consequent reduction	28200	0.88%
TOTAL		415800	11.32%				341800	10.67%

(v) **SHAREHOLDING OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:**

1. **Arvindbhai Kantilal Shah – Managing Director:**

Sr. No.	For Each of the Director and KMP	Shareholding at the beginning of the year 01.04.2017		Cumulative shareholding during the year 31.03.2018	
		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	631930	17.94%	631930	19.73%
2	Date wise increase/decrease in share holding during the year specifying the reasons for increase/decrease (e.g. allotment, transfer, bonus, sweat equity, etc.)	During the year company forfeited 4,71,600 Equity Shares and consequent to this , there is reduction in share capital and number of shares and increase in percentage of share- holding. There is no increase in the number of shares held.			
3	At the end of the year (or on the date of separation, if separated during the year)	631930	17.94%	631930	19.73%

2. **Piyush Chimanlal Vora – Director:**

Sr. No.	For Each of the Director and KMP	Shareholding at the beginning of the year 01.04.2017		Cumulative shareholding during the year 31.03.2018	
		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	10010	0.27%	10010	0.31%
2	Date wise increase/decrease in share holding during the year specifying the reasons for increase/decrease (e.g. allotment, transfer, bonus, sweat equity, etc.)	During the year company forfeited 4,71,600 Equity Shares and consequent to this , there is reduction in share capital and number of shares and increase in percentage of share- holding. There is no increase in the number of shares held.			
3	At the end of the year (or on the date of separation, if separated during the year)	10010	0.27%	10010	0.31%

3. Vinod Prabhulal Mehta – Director:

Sr. No.	For Each of the Director and KMP	Shareholding at the beginning of the year 01.04.2017		Cumulative shareholding during the year 31.03.2018	
		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	622300	16.93%	622300	19.43%
2	Date wise increase/decrease in share holding during the year specifying the reasons for increase/decrease (e.g. allotment, transfer, bonus, sweat equity, etc.)	During the year company forfeited 4,71,600 Equity Shares and consequent to this , there is reduction in share capital and number of shares and increase in percentage of share- holding. There is no increase in the number of shares held.			
3	At the end of the year (or on the date of separation, if separated during the year)	622300	16.93%	622300	19.43%

4. Bhalchandra Hiralal Vyas – Independent Director:

Sr. No.	For Each of the Director and KMP	Shareholding at the beginning of the year 01.04.2017		Cumulative shareholding during the year 31.03.2018	
		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	7400	0.20%	7400	0.23%
2	Date wise increase/decrease in share holding during the year specifying the reasons for increase/decrease (e.g. allotment, transfer, bonus, sweat equity, etc.)	--- During the year company forfeited 4,71,600 Equity Shares and consequent to this , there is reduction in share capital and number of shares and increase in percentage of share- holding. There is no increase in the number of shares held.			
3	At the end of the year (or on the date of separation, if separated during the year)	7400	0.20%	7400	0.23%

(V) **INDEBTEDNESS:**

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

	Secured Loans Excluding Deposited	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
(i)Principal Amount	---	---	---	---
(ii)Interest due but not paid	---	---	---	---
(iii)Interest accrued but not due	---	---	---	---
Total (i+ii+iii)	---	---	---	---
Change in Indebtedness During the financial year				
• Addition	---	---	---	---
• Reduction	---	---	---	---
Net Change	---	---	---	---
Indebtedness at the end of the financial year				
(i)Principal Amount	---	---	---	---
(ii)Interest due but not paid	---	---	---	---
(iii)Interest accrued but not due	---	---	---	---
Total (i+ii+iii)	---	---	---	---

(VI) **REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:**

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

Sr. No	Particulars of Remuneration	ARVINDBHAI KANTILAL SHAH (Managing Director)	Total Amount
1.	Gross Salary: (a) Salary as per provision contained in section 17(1) of the Income tax Act, 1961 (b) Value of perquisites under section 17(2) Income-tax Act, 1961 © Profits in lieu of salary under section 17(3) Income-tax Act, 1961	---	---
2.	Stock option	---	---
3.	Sweat equity	---	---
4.	Commission: - As % of profit - Other, specify...	---	---
5.	Others, please specify	---	---
Total (A)		---	---
Ceiling as per the Act		N.A.	N.A.

B. Remuneration to other Directors:

Sr No	Particulars of Remuneration	Vinod Prabhulal Mehta	Chandrasinh Chattrabhuji Udeshi (upto 19.01.2018)	Bhalchandra Hiralal Vyas	Vijaykumar Shamjibhai Dattani	Neepta Praful Kothari	Total Amount
1	Independent Director						
-	Fees for attending Board/ Committee Meeting	---	---	---	---	---	---
-	Commission	---	---	---	---	---	---
-	Other, please specify	---	---	---	---	---	---
--	TOTAL (B) (1)	---	---	---	---	---	---
2	Other Non – Executive Director						
-	Fees for attending Board/ committee meeting	---	---	---	---	---	---
-	Commission	---	---	---	---	---	---
-	Other, please specify	---	---	---	---	---	---
--	TOTAL (B) (2)	---	---	---	---	---	---
	TOTAL (B) (2)	---	---	---	---	---	---
	Total (B) = (1+2)	---	---	---	---	---	---
	Total Managerial Remuneration	---	---	---	---	---	---
	Overall Ceiling as per the Act	---	---	---	---	---	---

C. Remuneration to Key Managerial Personnel other than as Managing Director/Manager/Whole-time Director:

Sr No	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
1.	Gross Salary <ul style="list-style-type: none"> • Salary as per provisions contained in section 17 (1) of the Income tax Act, 1961 • Value of perquisites under section 17(2) Income tax Act, 1961 • Profit in lieu of salary under section 17(3) Income tax, 1961 	---	120000	---	120000
2.	Stock Option	---	---	---	---
3.	Sweat Equity	---	---	---	---
4.	Commission <ul style="list-style-type: none"> • As % of profit • Other, specify 	---	---	---	---
5.	Other, please, specify	---	---	---	---
	Total	---	120000	---	120000

(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	---	---	---	---	---
Punishment	---	---	---	---	---
Compounding	---	---	---	---	---
B. DIRECTORS					
Penalty	---	---	---	---	---
Punishment	---	---	---	---	---
Compounding	---	---	---	---	---
C. OTHER OFFICERS IN DEFAULT					
Penalty	---	---	---	---	---
Punishment	---	---	---	---	---
Compounding	---	---	---	---	---