

FORM No. MGT-9

EXTRACT OF ANNUAL RETURN

As on the financial year ended on March 31, 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:

CIN	L15400GJ1992PLC017626
Registration Date	May 14, 1992
Name of the Company	Vimal Oil & Foods Limited
Category/ Sub-Category of the Company	Public Company/Limited by Shares
Address of the registered office and contact details	<p>Address: At. Village Hanumant Heduva, Near Palavasna Railway Crossing, Highway, Mehsana - 384002 (Gujarat-INDIA)</p> <p>Ph. No.: +91-2762 225700 Fax: +91-2762-225835 Email: sec.vimal@gmail.com Website: www.vimaloil.com</p>
Whether listed Company (Yes/No)	Yes
Name and Address of Registrar & Transfer Agents (RTA)	<p>M/s Link Intime India Private Limited Address: 5th Floor, 506 to 508, Amarnath Business Center – I (ABC-1), Beside Gala Business Center, Nr. ST. Xavier's College Corner, Off C. G. Road, Navrangpura, Ahmedabad – 380 009</p> <p>Ph. No.: 079- 26465179 Fax: 079-26465179 Email Address: ahmedabad@linkintime.co.in</p>

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:

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Sl. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1.	Soyabean Oil	10402	37.40
2.	Palmolin Oil	10402	20.97
3.	Cottonseed Oil	10402	18.67

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

Sl. No.	Name and Address of the Company	CIN/GIN	Holding/ Subsidiary / Associate	% of Shares held	Applicable Section
1.	Brinda Exports Limited Address: 4 th Floor, Heritage Near The Grand Bhagwati, S. G. Highway, Ahmedabad - 380054 (Gujarat- INDIA)	U65910GJ1995PLC024258	Subsidiary Company	100%	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 [As on March 31, 2017]				No. of Shares held at the end of the year [As on March 31, 2018]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	

A. Promoters

(1) Indian

a) Individual/ HUF	10892500	-	10892500	72.520	10892500	-	10892500	72.520	-
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State	-	-	-	-	-	-	-	-	-

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Govt(s)									
d) Bodies Corp.	220000	-	220000	1.465	-	-	-	-	-1.465
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Others	-	-	-	-	-	-	-	-	-
Sub-total of (A)(1):	11112500	-	11112500	73.985	10892500	-	10892500	72.520	-1.465
(2) Foreign									
a) NRI Individuals	-	-	-	-	-	-	-	-	-
b) Other Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks/ FI	-	-	-	-	-	-	-	-	-
e) Others	-	-	-	-	-	-	-	-	-
Sub-total (A)(2):	-	-	-	-	-	-	-	-	-
Total Shareholding of Promoter (A)= (A)(1)+(A)(2)	11112500	-	11112500	73.985	10892500	-	10892500	72.520	1.465

B. Public Shareholding

(1) Institutions

a) Mutual Funds	-	800	800	0.005	-	800	800	0.005	-
b) Banks / FI	500	-	500	0.003	500	-	500	0.003	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State	-	-	-	-	-	-	-	-	-

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Govt(s)									
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (Foreign Portfolio Investor)	24500	-	24500	0.163	24500	-	24500	0.163	-
Sub-total (B)(1):	25000	800	25800	0.171	25000	800	25800	0.171	-

(2) Non-Institutions

a) Bodies Corp.

i. Indian	772120	400	772520	5.143	1034523	400	1034923	6.890	1.747
ii. Overseas	-	-	-	-	-	-	-	-	-

b) Individuals

i. Individual shareholders holding nominal share capital upto Rs. 1 lakh	750611	203325	953936	6.351	751722	1877 25	939447	6.254	0.097
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[Pursuant to Section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

ii. Individual shareholders holding nominal share capital in excess of Rs 1 lakh	1848256	146000	1994256	13.277	1826388	159700	1986088	13.223	0.054
c) Others									
i. Clearing Members	25186	-	25186	0.168	7318	0	7318	0.048	0.119
ii. Non Resident Indians	25543	3400	28943	0.193	15103	3100	18203	0.121	0.060
iii. H.U.F.	106859	-	106859	0.711	115721	0	115721	0.770	0.059
iv. Foreign Portfolio Investor (Corporate)	-	-	-	-	-	-	-	-	-
Sub-total (B)(2):	3528575	353125	3881700	25.843	3750775	350925	4101700	27.308	1.465
Total Public Shareholding (B)=(B)(1)+(B)(2)	3553575	353925	3907500	26.015	3775775	351725	4127500	27.480	-1.465
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total	14666075	353925	15020000	100.000	14668275	351725	15020000	100.000	0.000

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(A+B+C)								
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II. Shareholding of Promoter (including Promoter Group)

Sl No.	Shareholder's Name	Share holding at the beginning of the year			Share holding 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.	Jayesh C. Patel	3196300	21.280	-	3196300	21.280	21.280	-
2.	Chandubhai I. Patel	2885100	19.208	-	2885100	19.208	19.208	-
3.	Pradip C. Patel	2770300	18.444	-	2770300	18.444	-	-
4.	Sonalben Jayeshkumar Patel	700000	4.661	-	700000	4.661	-	-
5.	Kantaben Chandubhai Patel	637000	4.241	-	637000	4.241	-	-
6.	Jigishaben Pradipkumar Patel	624000	4.155	-	624000	4.155	-	-
7.	Vimal Dairy Limited*	220000	1.465	-	-	-	-	(1.465)
8.	Chandubhai Ishwarlal Patel	42200	0.281	-	42200	0.281	-	-
9.	Pradipkumar Chandubhai Patel	37600	0.250	-	37600	0.250	-	-
	Total	11112500	73.985	-	10892500	72.520	-	-

* M/s. Vimal Dairy Limited have been re-classified as 'Public' pursuant to an application made by the Company for Re-classification of Promoter under Regulation 31A of the SEBI (Listing Regulations and Discloser Requirements) Regulations, 2015.

III. Change in Promoters' (including Promoter Group) Shareholding

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Sr. No.	Shareholder's Name	Share holding at the beginning of the year			Cumulative Shareholding at 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.	Vimal Dairy Limited						
	At the beginning of the year	220000	1.467	-	220000	1.467	-
	Increase / Decrease in Shareholding during the	(220000)	(1.467)	-	-	-	-
	At the End of the Year (In Public Category)				-	-	-

* M/s. Vimal Dairy Limited have been re-classified as 'Public' pursuant to an application made by the Company for Re-classification of Promoter under Regulation 31A of the SEBI (Listing Regulations and Discloser Requirements) Regulations, 2015.

IV. Shareholding Pattern of top ten Shareholders (Other than Directors, Promoters (including Promoter Group) and Holders of GDRs and ADRs)

Sl. No.	For Each of the Top 10 Shareholders	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.	Anjalee Exim Pvt Ltd				
	At the beginning of the year	224916	1.497	224916	1.497
	At the end of the year			224916	1.497
2.	Vimal Dairy Limited*				
	At the beginning of the year	-	-	-	-
	Increase / Decrease in Shareholding during the year	220000	1.465	220000	1.465
	At the end of the year			220000	1.465
3.	Ramanbhai Manchanddas Patel				
	At the beginning of the year	175004	1.165	175004	1.165

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	At the end of the year			175004	1.165
4.	Primore Solutions Private Limited				
	At the beginning of the year	150000	0.999	150000	0.999
	At the end of the year			150000	0.999
5.	Manubhai M. Patel				
	At the beginning of the year	146393	0.975	146393	0.975
	At the end of the year			146393	0.975
6.	Vishnubhai I Patel				
	At the beginning of the year	140550	0.935	140550	0.935
	At the end of the year			140550	0.935
7.	Monarch Network Capital Limited				
	At the beginning of the year	54210	0.361	54210	0.361
	Transfer (07/04/2017)	7534	0.050	61744	0.411
	Transfer (14/04/2017)	(7534)	0.050	54210	0.361
	Transfer (02/06/2017)	2200	0.015	56410	0.375
	Transfer (09/06/2017)	(2200)	0.015	54210	0.361
	Transfer (19/01/2018)	89142	0.593	143352	0.954
	At the end of the year				
8.	Dilipbhai J. Patel				
	At the beginning of the year	104869	0.698	104869	0.698
	At the end of the year			104869	0.698
9.	Rambhai C. Patel				
	At the beginning of the year	100000	0.666	100000	0.666
	At the end of the year			100000	0.666
10.	Pankajkumar Jayantilal Patel				
	At the beginning of the year	97825	0.651	97825	0.651
	At the end of the year			97825	0.651

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V. Shareholding of Directors and Key Managerial Personnel

Sl. No.	For each of the Directors and Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total	No. of shares	% of total

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		shares of the company		shares of the company	
1.	Jayesh C. Patel				
	At the beginning of the year	3196300	21.280	3196300	21.280
	At the end of the year			3196300	21.280

Note: No other Directors / Key Managerial Personnel held any shares during the financial year 2017-18.

VI. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment (Rs. In Lakhs)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i. Principal Amount	61026.98	1.50	-	61028.48
ii. Interest due but not paid	-	-	-	-
iii. Interest accrued but not due	-	-	-	-
Total (i + ii + iii)	61026.98	1.50	-	61028.48
Change in Indebtedness during the financial year				
• Addition	8881.37	-	-	8881.37
• Reduction	(52.02)	-	-	(52.02)
Net Change	8829.35	-	-	8829.35
Indebtedness at the end of the financial year				
i. Principal Amount	69856.33	1.50	-	69857.83
ii. Interest due but not paid	-	-	-	-
iii. Interest accrued but not due	-	-	-	-
Total (i + ii + iii)	69856.33	1.50	-	69857.83

VII. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

(Rs. in Lakhs)

Sl. no.	Particulars of Remuneration	Name of MD/WTD/ Manager	Total Amount
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[Pursuant to Section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

		Jayesh C. Patel	
1.	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	4.04*	4.04
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-
2.	Stock Option	-	-
3.	Sweat Equity	-	-
4.	Commission		
	- as % of profit	-	-
	- others	-	-
5.	Others	-	-
	Total (A)	4.04	4.04
	Ceiling as per the Act	The Remuneration paid to MD is within the ceiling Limit as prescribed under the Companies Act, 2013.	

* Part of the Year

B. Remuneration to other directors

There is no remuneration being paid to any other directors for the year ending March 31, 2018.

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD (Rs. in Lakhs)

Sl. no.	Particulars of Remuneration	Key Managerial Personnel		
		Company Secretary Ashish G. Patel*	CFO itendra M. Patel	Total
1.	Gross salary			
	(a) Salary as per provisions contained in Section 17(1) of the Income tax Act, 1961	4.95	4.94	9.89
	(b) Value of			
	(a) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-
	(b) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-

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2.	Stock Option	-	-	-
3.	Sweat Equity	-	-	-
4.	Commission			
	- as % of profit	-	-	-
	- others	-	-	-
5.	Others	-	-	-
	Total	4.95	4.94	9.89

*Appointed As CS w.e.f. July 01, 2018

VIII. 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					
No Penalties, Punishments or of Offences Compounding					
B. Director					
Penalty					
Punishment					
Compounding					
No Penalties, Punishments or of Offences Compounding					
C. Other Officers in Default					
Penalty					
Punishment					
Compounding					
No Penalties, Punishments or of Offences Compounding					

For, Vimal Oil & Foods Limited
(Company under Corporate Insolvency Resolution Process)

Place: Mehsana
Date: August 09, 2018

Jayesh C. Patel
Chairman & Managing Director