



## Annexure - B To Directors Reports

## FORM NO. MGT 9

## EXTRACT OF ANNUAL RETURN

AS ON FINANCIAL YEAR ENDED ON 31.03.2015

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

## I REGISTRATION &amp; OTHER DETAILS :

i	CIN	L27109UP1985PLC006998
ii	Registration Date	02-04-1985
iii	Name of the Company	PMC FINCORP LIMITED
iv	Category/Sub-category of the Company	COMPANY LIMITED BY SHARES
v	Address of the Registered office & Contact details	B-10, VIP COLONY, CIVIL LINES, RAMPUR-244901, UTTAR PRADESH
vi	Whether Listed Company	BSE LIMITED
vii	Name, Address & contact details of the Registrar & Transfer Agent, if any.	INDUS PORTFOLIO PRIVATE LIMITED G-65, BALI NAGAR, NEW DELHI-110005 PHONE: 011-47671214 EMAIL ID: bharatb@indusinvest.com

## II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

Company is engaged in to the activity of financing and registered as a Non Banking Financial Company with the Reserve Bank of India.

## III PARTICULARS OF HOLDING, SUBSIDIARY &amp; ASSOCIATE COMPANIES

Sl. No.	Name & Address of the Company	CIN/GLN	Holding/Subsidiary/ Associates	% of Shares held	Applicable Section
N.A.					

## IV SHAREHOLDING PATTERN (Equity Share Capital Breakup as % to total Equity)

Category of Shareholders	No. of Shares held at the beginning of the year 01.04.2014				No. of Shares held at the end of the year 31.03.2015				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoters</b>									
<b>(1) Indian</b>									
a) Individual/HUF	1462860	—	1462860	3.01	7314300	—	7314300	3.01	NO Change
b) Central Govt. or State Govt.	—	—	—	—	—	—	—	—	—
c) Bodies Corporates	6113700	—	6113700	12.73	33068500	—	33068500	13.59	0.86
d) Bank/FI	—	—	—	—	—	—	—	—	—
e) Any other	—	—	—	—	—	—	—	—	—
<b>SUB TOTAL:(A) (1)</b>	<b>7576560</b>	<b>—</b>	<b>7576560</b>	<b>15.74</b>	<b>40382800</b>	<b>—</b>	<b>40382800</b>	<b>16.60</b>	<b>0.86</b>



Category of Shareholders	No. of Shares held at the beginning of the year 01.04.2014				No. of Shares held at the end of the year 31.03.2015				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>(2) Foreign</b>									
a) NRI- Individuals	—	—	—	—	—	—	—	—	—
b) Other Individuals	—	—	—	—	—	—	—	—	—
c) Bodies Corp.	—	—	—	—	—	—	—	—	—
d) Banks/FI	—	—	—	—	—	—	—	—	—
e) Any other	—	—	—	—	—	—	—	—	—
<b>SUB TOTAL (A) (2)</b>	—	—	—	—	—	—	—	—	—
<b>Total Shareholding of Promoter (A)= (A)(1)+(A)(2)"</b>	<b>7576560</b>	—	<b>7576560</b>	<b>15.74</b>	<b>40382800</b>	—	<b>40382800</b>	<b>16.60</b>	<b>0.86</b>
<b>B. PUBLIC SHAREHOLDING</b>									
<b>(1) Institutions</b>									
a) Mutual Funds	—	—	—	—	—	—	—	—	—
b) Banks/FI	—	—	—	—	—	—	—	—	—
c) Central govt	—	—	—	—	—	—	—	—	—
d) State Govt.	—	—	—	—	—	—	—	—	—
e) Venture Capital Fund	—	—	—	—	—	—	—	—	—
f) Insurance Companies	—	—	—	—	—	—	—	—	—
g) Foreign Institutional Investors	—	—	—	—	477350	—	477350	0.20	0.20
h) Foreign Venture Capital Funds	—	—	—	—	—	—	—	—	—
i) Others (specify)	—	—	—	—	—	—	—	—	—
<b>SUB TOTAL (B)(1):</b>	—	—	—	—	<b>477350</b>	—	<b>477350</b>	<b>0.20</b>	<b>0.20</b>
<b>(2) Non Institutions</b>									
a) Bodies corporates	25810429	—	25810429	53.60	136352104	8560000	144912104	59.56	5.96
i) Indian	—	—	—	—	—	—	—	—	—
ii) Overseas	—	—	—	—	—	—	—	—	—
b) Individuals	—	—	—	—	—	—	—	—	—
i) Individual shareholders holding nominal share capital upto Rs. 1 lakhs	1313311	103860	1417171	2.94	8830215	1089300	9919515	4.08	1.14
ii) Individuals shareholders holding nominal share capital in excess of Rs. 1 lakhs	12322407	414000	12736407	26.45	40747389	1620000	42367389	17.42	-9.03
c) Others-NRI	45	—	45	—	9173	—	9173	—	—
(c-i) Clearing Member	161128	—	161128	0.33	951099	—	951099	0.39	0.06
(c-ii) Clearing House	454314	—	454314	0.94	4261170	—	4261170	1.75	0.81
(c-iii) Trust	—	66	66	—	—	—	—	—	—
<b>SUB TOTAL (B)(2):</b>	<b>40061634</b>	<b>517926</b>	<b>40579560</b>	<b>84.26</b>	<b>191151150</b>	<b>11269300</b>	<b>202420450</b>	<b>83.20</b>	<b>-1.06</b>
<b>Total Public Shareholding (B)= (B)(1)+(B)(2)</b>	<b>40061634</b>	<b>517926</b>	<b>40579560</b>	<b>84.26</b>	<b>191628500</b>	<b>11269300</b>	<b>202897800</b>	<b>83.40</b>	<b>-0.86</b>
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	—	—	—	—	—	—	—	—	—
<b>Grand Total (A+B+C)</b>	<b>47638194</b>	<b>517926</b>	<b>48156120</b>	<b>100.00</b>	<b>232011300</b>	<b>11269300</b>	<b>243280600</b>	<b>100.00</b>	<b>—</b>



(ii) SHARE HOLDING OF PROMOTERS

Sl No.	Shareholders Name	Shareholding at the beginning of the year			Shareholding 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	RRP Management Services (P) Ltd.	3113100	6.48	—	16815500	6.91	—	0.43
2	Prabhat Management Services (P) Ltd.	3000600	6.25	—	16253000	6.68	—	0.43
3	Rekha Modi	864000	1.78	—	4320000	1.78	—	0.00
4	Gouri Shanker Modi	220860	0.46	—	1104300	0.46	—	0.00
5	Raj Kumar Modi	162000	0.33	—	810000	0.33	—	0.00
6	Puspa Devi Modi	162000	0.33	—	810000	0.33	—	0.00
7	Raj Kumar Modi HUF	54000	0.11	—	270000	0.11	—	0.00
	<b>Total</b>	<b>7576560</b>	<b>15.74</b>	<b>—</b>	<b>40382800</b>	<b>16.60</b>	<b>—</b>	<b>0.86</b>

(iii) CHANGE IN PROMOTERS' SHAREHOLDING ( SPECIFY IF THERE IS NO CHANGE)

Sl. No.		Share holding at the beginning of the Year		Cumulative Share holding during the year	
		No. of Shares	% of total shares of the company	No of shares	% of total shares of the company
1	<b>RRP Management Services P Ltd.</b>				
	<b>At the beginning of the year</b>	<b>3113100</b>	<b>6.46</b>	<b>3113100</b>	<b>6.46</b>
	By Allotment of Preference shares	250000	0.51	3363100	6.91
	By Sub-Divided of Face Value	16815500	6.91	16815500	6.91
	<b>At the end of the year</b>	<b>16815500</b>	<b>6.91</b>	<b>16815500</b>	<b>6.91</b>
2	<b>Prabhat Management Services P Ltd.</b>				
	<b>At the beginning of the year</b>	<b>3000600</b>	<b>6.23</b>	<b>3000600</b>	<b>6.23</b>
	By Allotment of Preference shares	250000	0.51	3250600	6.68
	By Sub-Divided of Face Value	16253000	6.68	16253000	6.68
	<b>At the end of the year</b>	<b>16253000</b>	<b>6.68</b>	<b>16253000</b>	<b>6.68</b>

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters & Holders of GDRs & ADRs)

Sl. No.		Share holding at the beginning of the Year		Cumulative Share holding during the year	
		No. of Shares	% of total shares of the company	No of shares	% of total shares of the company
1	Economy Suppliers P Ltd.	5068056	10.52	25588550	10.52
2	Seabird Distributers P Ltd.	2642605	5.49	19562860	8.04
3	Seabird Vincon P Ltd.	—	—	16460163	6.77
4	Seabird Retails P Ltd.	3758174	7.80	18810020	7.73



Sl. No.		Share holding at the beginning of the Year		Cumulative Share holding during the year	
		No. of Shares	% of total shares of the company	No of shares	% of total shares of the company
5	Embassy Sales P Ltd.	2821516	5.86	13900630	5.71
6	Famous Investment Cons P Ltd.	1755000	3.64	12789808	5.26
7	Rolex Vinimay P Ltd.	1559366	3.24	10331811	4.25
8	Shivdarshan Sales P Ltd.	900000	1.87	8122289	3.34
9	Ritu Kapur	2260800	4.69	6159000	2.53
10	Raghav Bahl	1243220	2.58	5396463	2.22

**(v) Shareholding of Directors and Key Managerial Personnel:**

Sl. No.		Share holding at the beginning of the Year		Cumulative Share holding during the year	
		No. of Shares	% of total shares of the company	No of shares	% of total shares of the company
1	<b>Mr. Raj Kumar Modi</b>				
	<b>At the beginning of the year</b>	<b>162000</b>	<b>0.33</b>	<b>162000</b>	<b>0.33</b>
	By Sub-Divided of Face Value	810000	0.33	810000	0.33
	<b>At the end of the year</b>	<b>810000</b>	<b>0.33</b>	<b>810000</b>	<b>0.33</b>
2	<b>Mrs. Rekha Modi</b>				
	<b>At the beginning of the year</b>	<b>864000</b>	<b>1.78</b>	<b>864000</b>	<b>1.78</b>
	By Sub-Divided of Face Value	4320000	1.78	4320000	1.78
	<b>At the end of the year</b>	<b>4320000</b>	<b>1.78</b>	<b>4320000</b>	<b>1.78</b>

**V INDEBTEDNESS**

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtness at the beginning of the financial year</b>				
i) Principal Amount	—	682981057	—	<b>682981057</b>
ii) Interest due but not paid	—	—	—	—
iii) Interest accrued but not due	—	28229003	—	<b>28229003</b>
<b>Total (i+ii+iii)</b>	—	<b>711210060</b>	—	<b>711210060</b>
<b>Change in Indebtedness during the financial year</b>				
Additions	—	497171873	—	<b>497171873</b>
Reduction	—	817315787	—	<b>817315787</b>
<b>Net Change</b>	—	<b>(320143914)</b>	—	<b>(320143914)</b>



	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	—	362837143	—	362837143
ii) Interest due but not paid	—	—	—	—
iii) Interest accrued but not due	—	28229003	—	28229003
<b>Total (i+ii+iii)</b>	<b>—</b>	<b>391066146</b>	<b>—</b>	<b>391066146</b>

**VI REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL****A. Remuneration to Managing Director, Whole time director and/or Manager:**

Sl. No	Particulars of Remuneration	Name of the MD/WTD/Manager	Total Amount
1	Gross salary	<b>Mr. R. K. Modi</b>	
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.	24,00,000	24,00,000
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961	—	—
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	—	—
2	Stock option	—	—
3	Sweat Equity	—	—
4	Commission - as % of profit - others (specify)	— —	— —
5	Others, please specify	—	—
	Total (A)	24,00,000	24,00,000
	Ceiling as per the Act	—	—

**B. Remuneration to other directors:**

Sl. No	Particulars of Remuneration	Name of the Directors		Total Amount
1	<b>Independent Directors</b>	<b>V. B. Aggarwal</b>	<b>Pramod Gupta</b>	
	(a) Fee for attending board committee meetings	72,000	72,000	1,44,000
	(b) Commission	—	—	—
	(c) Others, please specify	—	—	—
	Total (1)	—	—	—
2	<b>Other Non Executive Directors</b>	<b>Rekha Modi</b>		
	(a) Fee for attending board committee meetings	—	—	
	(b) Commission	—	—	
	(c) Others, please specify	—	—	
	Total (2)	—	—	
	Total (B)=(1+2)	72,000	72,000	1,44,000
	Total Managerial Remuneration			25,44,000
	Overall Ceiling as per the Act.	—	—	—



**C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD**

SI. No.	Particulars of Remuneration	Key Managerial Personnel			Total
		CEO	Company Secretary	CFO	
1	Gross Salary				
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.	—	2,52,000	—	2,52,000
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	—	—	—	—
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	—	—	—	—
2	Stock Option	—	—	—	—
3	Sweat Equity	—	—	—	—
4	Commission				
	- as % of profit	—	—	—	—
	- others, specify	—	—	—	—
5	Others, please specify	—	—	—	—
	<b>Total</b>	—	<b>2,52,000</b>	—	<b>2,52,000</b>

**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) details)	Appeal made if any (give
<b>A. COMPANY</b>					
Penalty	—	—	—	—	—
Punishment	—	—	—	—	—
Compounding	—	—	—	—	—
<b>B. DIRECTORS</b>					
Penalty	—	—	—	—	—
Punishment	—	—	—	—	—
Compounding	—	—	—	—	—
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty	—	—	—	—	—
Punishment	—	—	—	—	—
Compounding	—	—	—	—	—