

**Annexure-II**  
**FORM NO. MGT 9**  
**EXTRACT OF ANNUAL RETURN**

**As on financial year ended on 31.03.2019**

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

**I. REGISTRATION & OTHER DETAILS:**

1.	CIN	U74900MH2007PLC172774
2.	Registration Date	1 <sup>st</sup> August 2007
3.	Name of the Company	SMS ENVO CARE LIMITED
4.	Category/Sub-category of the Company	Public Company Limited by Shares / Non-Government company
5.	Address of the Registered office & contact details	267, Ganesh Phadnavis Bhavan, Near Triangular Park, Dharampeth, Nagpur Maharashtra - 440010
6.	Whether listed company	No
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Link Intime India Pvt. Ltd. C 101, 247 Park, LBS Marg, Vikhroli (West), Mumbai-400083 Phone:+91 022 49186000 Fax:+91 022-49186060 Email: accounts@linkintime.co.in

**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)

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	The operation and maintenance of sewer systems	3700/ 37001	86.95
2	Construction and repair of sewer systems including sewage disposal plants and pumping stations	4220 /42205	13.05

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES**

No. of Companies for which information is being filled- 9

S. No.	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY /ASSOCIATE	% of shares held	Applicable Section
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1	<b>SMS ANAMKLEAN GREENTECH PRIVATE LIMITED</b> 267,Ganesh PhadnavisBhavan, Near Triangular Park, Dharampeth, Nagpur – 440010 [M.H.]	U90001MH2009PTC195479	SUBSIDIARY	100%	Sec 2(87)
2	<b>SMS WATER GRACE ENVIROPROTECT PRIVATE LIMITED</b> 267,Ganesh PhadnavisBhavan, Near Triangular Park, Dharampeth, Nagpur – 440010 [M.H.]	U52100MH2011PTC214951	SUBSIDIARY	51%	Sec 2(87)
3	<b>ENVIROPROTECT WASTE MANAGEMENT LIMITED</b> 267,Ganesh PhadnavisBhavan, Near Triangular Park, Dharampeth, Nagpur – 440010 [M.H.]	U90001MH2011PLC223662	SUBSIDIARY	100%	Sec 2(87)
4	<b>ENVOTECH WASTE MANAGEMENT LIMITED</b> 267,Ganesh PhadnavisBhavan, Near Triangular Park, Dharampeth, Nagpur – 440010 [M.H.]	U90000MH2011PLC224032	SUBSIDIARY	100%	Sec 2(87)
5	<b>BUTIBORI CETP PRIVATE LIMITED</b> 267,Ganesh PhadnavisBhavan, Triangular Park, Dharampeth, Nagpur – 440010 [M.H.]	U74999MH2005PTC154244	SUBSIDIARY	84.45%	Sec 2(87)
6	<b>SMS WALUJ CETP PRIVATE LIMITED</b> 267,Ganesh PhadnavisBhavan, Near Triangular Park, Dharampeth, Nagpur – 440010 [M.H.]	U74999MH2006PTC166039	SUBSIDIARY	51%	Sec 2(87)
7	<b>PONDA ENVO CARE LIMITED</b> Plot No 20 IT Park, Parsodi, Nagpur- 440022	U90001MH2013PLC246687	SUBSIDIARY	100%	Sec 2(87)





ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	--	--	--	--	--	--	--	--	--
c) Others (specify)	--	--	--	--	--	--	--	--	--
<b>Sub-total (B)(2):-</b>	--	--	--	--	--	--	--	--	--
Total Public Shareholding (B)=(B)(1)+(B)(2)	--	--	--	--	--	--	--	--	--
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>									
<b>Grand Total (A+B+C)</b>	--	<b>15594117</b>	<b>15594117</b>	<b>100</b>	<b>10058470</b>	<b>5535647</b>	<b>15594117</b>	<b>100</b>	<b>No change</b>

**ii) Shareholding of Promoter-**

S N	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 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	Abhay Harakchand Sancheti	621313	3.98	--	621313	3.98	--	No change
2	Ajay Shaktikumar Sancheti	465884	2.99	--	465884	2.99	--	No change
3	Anand Shaktikumar Sancheti	2572118	16.49	--	2572118	16.49	--	No change
4	Smt. Bharti Abhay Sancheti	100	0.00	--	100	0.00	--	No change
5	Smt. Savita Ajay Sancheti	117	0.00	--	117	0.00	--	No change
6	Smt. Shruti Anand Sancheti	2106117	13.51	--	2106117	13.51	--	No change
7	Paramveer Abhay Sancheti	2808117	18.01	--	2808117	18.01	--	No change
8	Nirbhay Ajay Sancheti	2106117	13.51	--	2106117	13.51	--	No change

9	Varun Ajay Sancheti	2106117	13.51	--	2106117	13.51	--	No change
10	Akshay Abhay Sancheti	2808117	18.01	--	2808117	18.01	--	No change
<b>Total</b>		<b>15594117</b>	<b>100</b>	<b>--</b>	<b>15594117</b>	<b>100</b>	<b>--</b>	<b>Nil</b>

**iii) Change in Promoters' Shareholding (please specify, if there is no change)**

There is no change in shareholding of promoters during the F.Y. 2018-19

S. N.	Particulars	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
	At the beginning of the year	15594117	100	15594117	100
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	--	--	--	--
	At the end of the year	15594117	100	15594117	100

**iv) Shareholding Pattern of top ten Shareholders:  
(Other than Directors, Promoters and Holders of GDRs and ADRs):**

There are no Shareholders other than Promoters

SN	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
	At the beginning of the year	--	--	--	--
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	--	--	--	--
	At the end of the year	--	--	--	--

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

Directors and Key Managerial Personnel does not hold any shares of the Company.

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

		shares	shares of the company	shares	shares of the company
	At the beginning of the year	--	--	--	--
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	--	--	--	--
	At the end of the year	--	--	--	--

**V) INDEBTEDNESS** -Indebtedness of the Company including interest outstanding/accrued but not due for payment.

(Amount in RS.)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount	2,12,35,013	4,19,21,006	--	6,31,56,019
ii) Interest due but not paid	--	1,26,543	--	1,26,543
iii) Interest accrued but not due	--	--	--	--
<b>Total (i+ii+iii)</b>	<b>2,12,35,013</b>	<b>4,20,47,549</b>	<b>--</b>	<b>6,32,82,562</b>
<b>Change in Indebtedness during the financial year</b>				
* Addition	75,36,453.15	63,23,457	--	1,38,59,910.15
* Reduction				
<b>Net Change</b>	<b>75,36,453.15</b>	<b>63,23,457</b>	<b>--</b>	<b>1,38,59,910.15</b>
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	2,87,62,005.15	4,83,71,006	--	7,71,33,011.15
ii) Interest due but not paid	9,461	--	--	9461
iii) Interest accrued but not due		--	--	
<b>Total (i+ii+iii)</b>	<b>2,87,71,466.15</b>	<b>4,83,71,006</b>	<b>--</b>	<b>7,71,42,472.15</b>

**VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-**

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

(Amount in RS.)

SN	Particulars of Remuneration (in Rs.)	Name of MD/WTD/ Manager			Total Amount
		Hemant kumar Lodha	Kishore Malviya	Krishna Kumar Sinha	
		Managing Director	Whole-time Director	Whole-time Director	
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	19,00,002	37,35,047*	21,43,583*	77,78,632
	(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, specify...	--	--	--	--
5	Others, please specify	--	98,481	79,200	1,77,681
	<b>Total (A)</b>	<b>19,00,002</b>	<b>38,33,528</b>	<b>22,22,783</b>	<b>79,56,313</b>
	Ceiling as per the Act	** Please refer note below			

\* includes performance linked incentives for financial year 2017 -18 paid in financial year 2018-19

\*\*In terms of the provisions of Section 197 read with Schedule V of the Companies Act, 2013, the Company has obtained approval of the members by way of special resolution for payment of above managerial remuneration.

- Thus, the ceiling on managerial remuneration as per the Companies Act, 2013 is not applicable.

**B. Remuneration to other directors**

(Amount in RS.)

SN.	Particulars of Remuneration (in Rs.)	Name of Directors		Total Amount
		Sunil Pande	Tapan Chakrabarti	
1	Independent Directors	ID	ID	
	Fee for attending board committee meetings	60,000/-	20,000/-	80,000/-
	Commission	--	--	--
	Others, please specify	--	--	--
	<b>Total (1)</b>	<b>60,000/-</b>	<b>20,000/-</b>	<b>80,000/-</b>
2	Other Non-Executive Directors	--	--	--
	Fee for attending board committee meetings	--	--	--
	Commission	--	--	--
	Others, please specify	--	--	--



	<b>Total (2)</b>	--	--	--
	<b>Total (B)=(1+2)</b>	<b>60,000/-</b>	<b>20,000/-</b>	<b>80,000/-</b>
	Total Managerial Remuneration (A+B)	<b>79,56,313/-</b>		
	Overall Ceiling as per the Act	**Refer note above		

C. Remuneration to Key Managerial personnel other than MD/MANAGER/WTD

(Amount in RS)

SN	Particulars of Remuneration (in Rs.)	Key Managerial Personnel	
		Shri Pradyumna Paranjape CFO	Mrs. Shyamla Vibhute CS
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	12,31,937	7,22,467
	(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, specify...	--	--
5	Others, please specify Contribution to PF	38,016	25,920
	Total	12,69,953	7,48,387

**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)
<b>A. COMPANY</b>					
Penalty	--	--	--	--	--
Punishment	--	--	--	--	--
Compounding	--	--	--	--	--
<b>B. DIRECTORS</b>					
Penalty	--	--	--	--	--
Punishment	--	--	--	--	--
Compounding	--	--	--	--	--
<b>C. OTHER OFFICERS IN DEFAULT</b>					

Penalty	--	--	--	--	--
Punishment	--	--	--	--	--
Compounding	--	--	--	--	--

**For and on behalf of the Board  
SMS ENVO CARE LIMITED**

**SD/-**

\_\_\_\_\_  
Hemant Kumar Lodha  
**Managing Director**  
[DIN : 01654145]

**SD/-**

\_\_\_\_\_  
Kishore Malviya  
**Director**  
[DIN: 03272644]

Place : Nagpur  
Dated : 23.08.2019