

FORM NO. MGT 9

EXTRACT OF ANNUAL RETURN

As on financial year ended on 31.03.2020

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	L51909MH2007PLC174702
2	Registration Date	04/10/2007
3	Name of the Company	Brand Concepts Limited
4	Category/Sub-category of the Company	Limited by shares
5	Address of the Registered office & contact details	New Address w.e.f 30th July 2020: Lotus Star, Plot No. D- 5, Road No. 20, Marol MIDC, Andheri East Mumbai - 400093 (MH) Old Address: Kanakia Wall Street, 4th Floor, A Wing Chakala, Andheri - Kurla Road, Andheri East, Mumbai - 400093, Maharashtra
6	Whether listed company	SME Listed
7	Name, Address & contact details of the Registrar & Transfer Agent, if any.	N.A.

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	Trading of Travel Gear & Small Leather Goods, Handbags & Accessory	477	100.00%
2			

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

SN	Name and address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1	NIL				

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 31-March-2019]				No. of Shares held at the end of the year [As on 31-March-2020]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	3425000	0	3425000	32.36%	3425000	0	3425000	32.36%	0.00%
b) Central Govt	0	0	0	0.00%	0	0	0	0.00%	0.00%
c) State Govt(s)	0	0	0	0.00%	0	0	0	0.00%	0.00%
d) Bodies Corp.	588,000	0	588,000	5.56%	588,000	0	588,000	5.56%	0.00%
e) Banks / FI	0	0	0	0.00%	0	0	0	0.00%	0.00%
f) Any other	0	0	0	0.00%	0	0	0	0.00%	0.00%
Sub Total (A) (1)	4,013,000	0	4,013,000	37.92%	4,013,000	0	4,013,000	37.92%	0.00%
A.1. Promoters Group									
a) Individual/ HUF	2,252,000	0	2,252,000	21.28%	2,252,000	0	2,252,000	21.28%	0.00%
b) Central Govt	0	0	0	0.00%	0	0	0	0.00%	0.00%
c) State Govt(s)	0	0	0	0.00%	0	0	0	0.00%	0.00%
d) Bodies Corp.	0	0	0	0.00%	0	0	0	0.00%	0.00%
e) Banks / FI	0	0	0	0.00%	0	0	0	0.00%	0.00%
f) Any other	0	0	0	0.00%	0	0	-	0.00%	0.00%
Sub Total (A.1)	2,252,000	0	2,252,000	21.28%	2,252,000	0	2,252,000	21.28%	0.00%
(2) Foreign									
a) NRI Individuals	0	0	0	0.00%	0	0	0	0.00%	0.00%
b) Other Individuals	0	0	0	0.00%	0	0	0	0.00%	0.00%
c) Bodies Corp.	0	0	0	0.00%	0	0	0	0.00%	0.00%
d) Any other	0	0	0	0.00%	0	0	0	0.00%	0.00%
Sub Total (A) (2)	0	0	0	0.00%	0	0	0	0.00%	0.00%
TOTAL (A)	6,265,000	-	6,265,000	59.20%	6,265,000	-	6,265,000	59.20%	0.00%

B. Public Shareholding									
1. Institutions									
a) Mutual Funds	0	0	0	0.00%	0	0	0	0.00%	0.00%
b) Banks / FI	0	0	0	0.00%	0	0	0	0.00%	0.00%
c) Central Govt	0	0	0	0.00%	0	0	0	0.00%	0.00%
d) State Govt(s)	0	0	0	0.00%	0	0	0	0.00%	0.00%
e) Venture Capital Funds	0	0	0	0.00%	0	0	0	0.00%	0.00%
	0	0	0	0.00%	0	0	0	0.00%	0.00%
f) Insurance Companies	0	0	0	0.00%	0	0	0	0.00%	0.00%
g) FIs	0	0	0	0.00%	0	0	0	0.00%	0.00%
h) Foreign Venture Capital Funds	0	0	0	0.00%	0	0	0	0.00%	0.00%
	0	0	0	0.00%	0	0	0	0.00%	0.00%
i) Others (specify)	0	0	0	0.00%	0	0	0	0.00%	0.00%
Sub-total (B)(1):-	0	0	0	0.00%	0	0	0	0.00%	0.00%
2. Non-Institutions									
a) Bodies Corp.	522913	0	522913	4.94%	507200	0	507200	4.79%	-0.15%
i) Indian	0	0	0	0.00%	0	0	0	0.00%	0.00%
ii) Overseas	0	0	0	0.00%	0	0	0	0.00%	0.00%
b) Individuals	0	0	0	0.00%	0	0	0	0.00%	0.00%
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	1179533	-	1,179,533	11.15%	971374	-	971,374	9.17%	-1.98%
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	2230140	291,660	2,521,800	23.82%	2393440	291,660	2,685,100	25.37%	1.55%
c) Others (specify)	0	0	0	0.00%	0	0	0	0.00%	0.00%
Non Resident Indians	15,000	0	15,000	0.14%	9,400	0	9,400	0.09%	-0.05%
Overseas Corporate Bodies	0	0	0	0.00%	0	0	0	0.00%	0.00%
Foreign Nationals		0	0	0.00%	0	0	0	0.00%	0.00%
Clearing Members	78,554	0	78,554	0.74%	144,726	0	144,726	1.37%	0.63%
Trusts	0	0	0	0.00%	0	0	0	0.00%	0.00%
Foreign Bodies - D R	0	0	0	0.00%	0	0	0	0.00%	0.00%
Sub-total (B)(2):-	0	0	0	0.00%	0	0	0	0.00%	0.00%
Total Public (B)	4,026,140	291,660	4,317,800	40.79%	4,026,140	291,660	4,317,800	40.79%	0.00%
C. Shares held by Custodian for GDRs & ADRs	-	-	-	0.00%	-	-	-	0.00%	0.00%
Grand Total (A+B+C)	10,291,140	291,660	10,582,800	100%	10,291,140	291,660	10,582,800	100%	0.00%

(ii) Shareholding of Promoter

SN	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	% of Shares Pledged/	No. of Shares	% of total Shares of the	% of Shares Pledged /	
1	Pradeep Maheshwari	2,525,000	23.86		2,525,000	23.86		0.00%
2	Mr. Pradeep Maheshwari, Karta, Pradeep Maheshwari, HUF	900,000	8.5		900,000	8.5		0.00%
3	IFF Overseas Pvt. Ltd	588,000	5.56		588,000	5.56		0.00%
	Total	4,013,000	37.92	0	4,013,000	37.92		0.00%

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

SN	Particulars	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
1	Mr. Pradeep Maheshwari, Karta, Pradeep Maheshwari, HUF						
	At the beginning of the year	01/04/2019		900,000	8.50	900,000	8.50%
	Changes during the year-			-	-	-	-
	At the end of the year	31/03/2020		900,000	8.50	900,000	8.50%
2	Mr. Pradeep Maheshwari						
	At the beginning of the year	01/04/2019		2,525,000	23.86	2,525,000	23.86%
	Changes during the year-			-	-	-	-
	At the end of the year	31/03/2020		2,525,000	23.86	2,525,000	23.86%
3	IFF Overseas Pvt. Ltd						
	At the beginning of the year	01/04/2019		588,000	5.56	588,000	5.56%
	Changes during the year			-	-	-	-
	At the end of the year	31/03/2020		588,000	5.56	588,000	5.56%

(iv) Shareholding Pattern of top ten Shareholders Eq

(Other than Directors, Promoters and Holders of GDRs and ADRs):

SN	For each of the Top 10 shareholders	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
1	Mukul Agarwal						
	At the beginning of the year	01/04/2019		426,000	4.02%	429,000	4.02%
	Changes during the year						
	At the end of the year	31/03/2020		426,000	4.02%	426,000	4.02%
2	Gita Kirti Ambani						
	At the beginning of the year	01/04/2019		414,000	3.91%	414,000	3.91%
	Changes during the year						
	At the end of the year	31/03/2020		414,000	3.91%	414,000	3.91%
3	Tanam Investment Services Private Limited						
	At the beginning of the year	01/04/2019		291,700	2.76%	291,700	2.76%
	Changes during the year						
	At the end of the year	31/03/2020		291,700	2.76%	291,700	2.76%
4	Laxmi Chandrakant Shah						
	At the beginning of the year	01/04/2019		291,700	2.76%	291,700	2.76%
	Changes during the year						
	At the end of the year	31/03/2020		291,700	2.76%	291,700	2.76%
5	Prashant Chandrakant Shah						
	At the beginning of the year	01/04/2019		194,440	1.84%	194,440	1.84%
	Changes during the year						
	At the end of the year	31/03/2020		194,440	1.84%	194,440	1.84%
6	Sakshi Rathi Maheshwari						
	At the beginning of the year	01/04/2019		152,000	1.44%	152,000	1.44%
	Changes during the year						
	At the end of the year	31/03/2020		152,000	1.44%	152,000	1.44%
7	Manoj Agarwal						
	At the beginning of the year	01/04/2019		204,000	1.93%	204,000	1.93%
	Changes during the year			(66,000)		(66,000)	
	At the end of the year	31/03/2020		138,000	1.30%	138,000	1.30%
8	Harayana Refractories Pvt Ltd						
	At the beginning of the year	01/04/2019		36,000	0.34%	36,000	0.34%
	Changes during the year			99,000		99,000	
	At the end of the year	31/03/2020		135,000	1.27%	135,000	1.27%
9	Orbis Financial Corporation						
	At the beginning of the year	01/04/2019		-		-	
	Changes during the year			60,000		60,000	
	At the end of the year	31/03/2020		60,000	0.57%	60,000	0.57%
10	Subhodh Damodar Shinkar						
	At the beginning of the year	01/04/2019		54,000	0.51%	54,000	0.51%
	Changes during the year						
	At the end of the year	31/03/2020		54,000	0.51%	60,000	0.51%
SN	Shareholding of each Directors and each Key Managerial Personnel	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
1	Mr. Prateek Maheshwari						
	At the beginning of the year	01/04/2019		1050000	9.92%	1050000	9.92%
	Changes during the year- Rights					-	
	At the end of the year	31/03/2020		1050000	9.92%	1050000	9.92%
2	Abhinav Kumar						
	At the beginning of the year	01/04/2019		700000	6.61%	700000	6.61%
	Changes during the year					-	
	At the end of the year	31/03/2020		700000	6.61%	700000	6.61%
3	Annapurna Maheshwari						
	At the beginning of the year	01/04/2019		1,050,000	9.92%	1,050,000	9.92%
	Changes during the year- Rights						
	At the end of the year	31/03/2020		1,050,000	9.92%	1,050,000	9.92%
4	Swati Gupta						
	At the beginning of the year	01/04/2019		0	0.00%	0	0.00%
	Changes during the year					-	
	At the end of the year	31/03/2020		0	0.00%	0	0.00%

V. INDEBTEDNESS

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

Secured Loans excluding deposits

(Amt. Rs.)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	154,792,699.00	79,774,805	-	234,567,504.00
ii) Interest due but not paid		-	-	-
iii) Interest accrued but not due	0	-	-	-
Total (i+ii+iii)	154,792,699.00	79,774,805.00	-	234,567,504.00
Change in Indebtedness during the financial year				
* Addition	3,912,003.00	20,247,448.00	-	24,159,451.00
* Reduction	3,581,997.00	17,196,910.00	-	20,778,907.00
Net Change	7,494,000.00	37,444,358.00	-	44,938,358.00
Indebtedness at the end of the financial year				
i) Principal Amount	155,122,705	82,825,343	-	237,948,048.00
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	155,122,705.00	82,825,343.00	-	237,948,048.00

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

SN.	Particulars of Remuneration	Name of MD/WTD/ Manager		Total Amount
		Name		
		Prateek Maheshwari	Abhinav Kumar	
		Designation	MD	WTD
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	8,300,000.00	8,400,000.00	16,700,000.00
	(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	-	-	-
	Total (A)	8,300,000.00	8,400,000.00	16,700,000.00
	Ceiling as per the Act			

B. Remuneration to other Directors

SN.	Particulars of Remuneration	Name of Directors		Total Amount
				(Rs/)
1	Independent Directors	-	-	-
	Fee for attending board committee meetings	-	-	-
	Commission	-	-	-
	Others, please specify	-	-	-
	Total (1)			-
2	Other Non-Executive Directors	-	-	-
	Fee for attending board committee meetings	-	-	-
	Commission	-	-	-
	Others, please specify -Salary			
	Total (2)			
	Total (B)=(1+2)			
	Total Managerial Remuneration	-	-	-
	Overall Ceiling as per the Act			

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD

SN.	Particulars of Remuneration	Name of Key Managerial Personnel			Total Amount (Rs/Lac)
		Name	Swati Gupta	Shri Abhinav Kumar	
	Designation	Company Secretary	Chief financial officer		
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	589,920.00	-	-	589,920.00
	(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	-	-	-	-
	Total	589,920.00	-	-	589,920.00

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			NIL		
Punishment			NIL		
Compounding			NIL		
B. DIRECTORS					
Penalty			NIL		
Punishment			NIL		
Compounding			NIL		
C. OTHER OFFICERS IN DEFAULT					
Penalty			NIL		
Punishment			NIL		
Compounding			NIL		

For and on behalf of the Board of
Brand Concepts Ltd

Place: Indore
Dated:

Prateek Maheshwari
Managing Director
DIN- 00039340

Abhinav Kumar
Whole Time Director
DIN-06687880