

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

as on financial year ended on 31.03.2018

[Pursuant to Section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management &amp; Administration) Rules, 2014]

**I. REGISTRATION & OTHER DETAILS:**

i	CIN	L15140MH1986PLC038536
ii	Registration Date	January 6, 1986
iii	Name of the Company	Ruchi Soya Industries Limited
iv	Category/Sub-category of the Company	Company Limited by Shares
v	Address of the Registered office & contact details	Ruchi House, Royal Palms, Survey No. 169, Aarey Milk Colony, Near Mayur Nagar, Goregaon (East), Mumbai – 400065, Maharashtra, Tel: +91 22 6190100/200 email: ruchisoyasecretarial@ruchisoya.com
vi	Whether listed company	Yes
vii	Name, Address & Contact details of the Registrar & Transfer Agent, if any.	Sarthak Global Limited 170/10 Flim Colony, R. N.T. Marg, Indore -452001 Phone: +91 731 4279626/2523545 email:- investors@sarthakglobal.com

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

All the business activities contributing 10% or more of the total turnover of the Company are as given below:

S. No.	Name & Description of main products/ services	NIC Code of the Product /service	% to total turnover of the company
1	Oils	10402	75.97

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

S. No.	Name & Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% Of Shares Held	Applicable Section
1	Ruchi Worldwide Limited Ruchi House, Royal Palms, Survey No. 169, Aarey Milk Colony, Mayur Nagar, Goregaon (East), Mumbai - 400 065, Maharashtra	U15499MH1996 PLC100016	Subsidiary	52.48	2(87)
2	Mrig Trading Private Limited 614, Tulsiani Chambers, Nariman Point, Mumbai - 400 021, Maharashtra	U51909MH2003 PTC138972	Subsidiary	100	2(87)
3	Ruchi J-Oil Private Limited Akodiya Road, Sujalpur - 465 333, Madhya Pradesh	U15141MP2013 PTC030932	Subsidiary	51	2(87)
4	Ruchi Ethiopia Holdings Limited 409, City Tower-1, Sheikh Zayed Road, P.O. Box 118767, Dubai, U.A.E.	Not Applicable	Subsidiary	100	2(87)
5	Ruchi Industries Pte. Limited 22 North Canal Road, #01-00, Singapore - 048834	Not Applicable	Subsidiary	100	2(87)
6	RSIL Holdings Private Limited 616, Tulsiani Chambers, Nariman Point, Mumbai - 400 021, Maharashtra	U67190MH2014 PTC254659	Subsidiary	100	2(87)
7	Ruchi Agri PLC Village Ubala, Gog Woreda, Pugnido, Gambella Regional State, Ethiopia	Not Applicable	Step-down Subsidiary	100	2(87)
8	Ruchi Agri Plantation (Cambodia) Pte. Limited #216D, St. 63, Boeung Keng Kang 1, ChaMkarmon, Phnom Penh City, Cambodia	Not Applicable	Step-down Subsidiary	100	2(87)
9	Palmolien Industries Pte. Limited #216D, St. 63, Boeung Keng Kang 1, ChaMkarmon, Phnom Penh City, Cambodia	Not Applicable	Step-down Subsidiary	100	2(87)
10	Ruchi Agri Trading Pte. Limited 22 North Canal Road, # 01-00, Singapore-048834	Not Applicable	Step-down Subsidiary	100	2(87)
11	Ruchi Agri SARLU	Not Applicable	Step-down	100	2(87)



Abha Shahra	3828926	1.15	0.00	3828926	1.15	0.00	0.00
Dinesh Shahra	2111383	0.63	0.00	2111383	0.63	0.00	0.00
Kailash Shahra	198500	0.06	0.00	198500	0.06	0.00	0.00
Mridula Shahra	992055	0.30	0.00	992055	0.30	0.00	0.00
Neeta Shahra	200300	0.06	0.00	0	0.00	0.00	-0.06
Santosh Shahra (HUF)	651340	0.19	0.00	651340	0.19	0.00	0.00
Savitridevi Shahra	1048683	0.31	0.00	0	0.00	0.00	-0.31
Neeta Umesh Shahra (Trustee of Suyash Trust)	500	0.00	0.00	0	0.00	0.00	0.00
Umesh Shahra	548860	0.16	0.00	548860	0.16	0.00	0.00
Ushadevi Shahra	674850	0.20	0.00	674850	0.20	0.00	0.00
Amrita Shahra	2621354	0.78	0.00	2621354	0.78	0.00	0.00
Ankesh Shahra	3362921	1.01	0.00	3362921	1.01	0.00	0.00
Sarvesh Shahra	5406872	1.62	0.00	5406872	1.62	0.00	0.00
Amisha Shahra	3032570	0.91	0.00	3032570	0.91	0.00	0.00
Neha Shahra	5450	0.00	0.00	0	0.00	0.00	0.00
Bhawana Goel	100000	0.03	0.00	100000	0.03	0.00	0.00
Nitesh Shahra	5987353	1.79	0.00	5987353	1.79	0.00	0.00
Kailash Shahra HUF	85000	0.03	0.00	85500	0.03	0.00	0.00
Vishesh Shahra	115300	0.03	0.00	115300	0.03	0.00	0.00
Mamta Khandelwal	8500	0.00	0.00	6500	0.00	0.00	0.00
APL International Pvt. Limited	7121805	2.13	0.00	7121805	2.13	0.00	0.00
Arandi Investment Pvt. Limited	8679170	2.60	0.00	8679170	2.60	0.00	0.00
National Steel & Agro Industries Limited	207500	0.06	0.00	207500	0.06	0.00	0.00
Mahakosh Holdings Private Limited	2511906	0.75	0.00	2511906	0.75	0.00	0.00
Ruchi Infrastructure Limited	8259625	2.47	2.39	8259625	2.47	2.39	0.00
Umesh Shahra (Trustee of Shashwat Trust)	0	0.00	0.00	1248983	0.37	0.00	0.37
Dinesh Shahra (Trustee Ruchi Soya Industries Ltd.Beneficiary Trust)	7630115	2.28	0.00	7629916	2.28	0.00	0.00
Dinesh Shahra (Trustee Ruchi Soya Industries Ltd.Beneficiary Trust)	0	0.00	0.00	199	0.00	0.00	0.00
Dinesh Shahra (Holding on behalf of Dish Foundation Trust)	24940350	7.46	7.47	0	0.00	0.00	-7.46
Dinesh Khandelwal (Trustee of Disha Foundation Trust)	26000000	7.78	6.73	50940350	15.25	14.20	7.46
Mahakosh Papers Pvt. Ltd.	787875	0.24	0.00	787875	0.24	0.00	0.00
Ruchi Acroni Ind Limited	2617075	0.78	0.00	2617075	0.78	0.00	0.00
Shahra Estate Pvt.Ltd.	1012610	0.30	0.00	1012610	0.30	0.00	0.00
Ruchi Global Ltd.	731330	0.22	0.19	731330	0.22	0.19	0.00
Ruchi Infotech Ltd.	166665	0.05	0.00	166665	0.05	0.00	0.00
Suresh Chandra Santosh Kumar shahra (Trustee of Mahakosh Family Trust)	88840	0.03	0.00	88840	0.03	0.00	0.00
Soyumm Marketing Private Limited	45635159	13.66	8.47	45635159	13.66	8.47	0.00
Shahra Brothers Pvt. Ltd.	2931400	0.88	0.00	2931400	0.88	0.00	0.00
Spectra Realities Pvt. Ltd.	18400000	5.51	5.42	18400000	5.51	5.42	0.00
Evershine Oleochem Limited	2500000	0.75	0.75	2500000	0.75	0.75	0.00
Shahra Securities Pvt. Ltd	175000	0.05	0.00	175000	0.05	0.00	0.00
<b>Total</b>	<b>191377142</b>	<b>57.28</b>	<b>31.42</b>	<b>191369692</b>	<b>57.28</b>	<b>31.42</b>	<b>0.00</b>

(iii) Change in Promoters' Shareholding

Sl. No.	Name of Promoters	Shareholding at the beginning of the Year		Date wise Increase/Decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/ transfer/ bonus/sweat equity etc.)	Cumulative Shareholding during the Year		Shareholding at the end of the Year	
		No. of Shares	% of total Shares of the Company		No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of the Company
1	Savitri Devi Shahra	1048683	0.31	sale of 1048683 equity shares on 17.11.2017	0	0	0	0
2	Shashwat Trust	0	0	Purchase of 1048683 equity Shares on 17.11.2017 and 200300 equity shares on 21.11.2017	1248983	0.37	1248983	0.37
3	Neeta Shahra	200300	0.06	sale of 200300 equity shares on 21.11.2017	0	0	0	0
4	Mamta Khandelwal	8500	0.00	sale of 2000 equity shares in december, 2017	6500	0.00	6500	0.00
5	Suyash Trust	500	0.00	sale of 500 equity shares on 27.11.2017	0	0.00	0	0.00
6	Kailash Shahra (HUF)	85000	0.00	purchase of 500 equity shares on 27.11.2017	85500	0.03	85500	0.03
7	Neha Shahra	5450	0	sale of 5450 equity shares on 26.02.2018	0	0	0	0

Sl. No.	Name of Top Ten Shareholders	Shareholding at the beginning of the year as on 01.04.2017		Cumulative Shareholding at the end of the year as on 31.03.2018	
		No. of Shares	% of total Shares of the	No. of Shares	% of total Shares of the Company
1	Swait Plantation Pte Ltd.	19612913	5.87	19607913	5.87
2	Cresta Fund Ltd.**	14966373	4.48	0	0.00
3	Albula Investment Fund Ltd.**	14408754	4.31	0	0.00
4	Elara India Opportunities Fund Limited	13869097	4.15	12494602	3.74
5	Merdale Investment Co. Ltd.	4249645	1.27	4249645	1.27
6	Clemfield Industries Ltd.	4001080	1.20	4001080	1.20
7	New Leaina Investments Limited**	3979267	1.19	0	0.00
8	Ganpati Multi commodity Bunsiness India Private Limited**	3800000	1.14	90000	0.03
9	Afro Asia Ind Ltd.	2161000	0.65	2161000	0.65
10	Dimensional Emerging Markets value fund **	2008134	0.6	456150	0.14
13	Adroit Fin Ser Pvt. Ltd *	2210481	0.66	4471182	1.34
14	Iron Global Limited *	1880000	0.56	1880000	0.56
15	Maan Cement Pvt. Ltd*	1823330	0.55	1823330	0.55
16	East Asiatic Corporation*	1596000	0.47	1596000	0.47
17	Anjula Thomas*	1395500	0.42	1395500	0.42

The shares of the Company are traded on a daily basis and hence the datewise increase/decrease in shareholding is not indicated.

\*Not in the list of Top 10 Shareholders as on 01.04.2017. The same has been relected above since the Shareholder was on the Top 10 Shareholders as on 31.03.2018.

\*\* Ceased to be in the list of Top 10 Shareholders as on 31.03.2018. The same is reflected above since the Shareholder was one of the Top 10 shareholders as on 01.04.2017.

#### (v) Shareholding of Directors and Key Mangerial Personnel

Sl. No.	Name of Top Ten Shareholders	Shareholding at the beginning of the year as on 01.04.2017		Cumulative Shareholding at the end of the year as on 31.03.2018	
		No. of Shares	% of total Shares of the	No. of Shares	% of total Shares of the Company
1	Dinesh Chandra Shahra	2111383	0.63	2111383	0.63
2	Kailash Chandra Shahra*	198500	0.06	0	0
4	Vijay Kumar Jain	141	0.00	141	0.00
5	Anil Singhal	135	0	135	0
6	Ramji Lal Gupta	33000	0.01	0	0

\* Mr. Kailash Shahra has retire by rotation from Directorship of the Company with effect from September 27, 2017. None of the other Directors/Key Managerial Personnel hold any shares in the Company.

None of the other Directors/ Key Managerial Personnel hold any shares in the Company. There is no change in the shareholding of Directors and Key Managerial Personnel of the Company during the year.

#### V. INDEBTEDNESS

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

(Rs. in lacs)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtness at the beginning of the financial year</b>				
i) Principal Amount	457,988.93	62,847.52	-	<b>520,836.45</b>
ii) Interest accrued	11,985.57	115.04	-	<b>12,100.61</b>
<b>Total (i+ii+iii)</b>	<b>469,974.50</b>	<b>62,962.56</b>	-	<b>532,937.06</b>
<b>Change in Indebtedness during the financial year</b>				
Addition	258,652.87	-	-	<b>258,652.87</b>
Reduction		62,847.52	-	<b>62,847.52</b>
<b>Net Change</b>	<b>258,652.87</b>	<b>(62,847.52)</b>	-	<b>195,805.35</b>
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	716,641.80	-	-	<b>716,641.80</b>
ii) Interest due but not paid	76,684.29	-	-	<b>76,684.29</b>

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

(Rs. in lacs)

S. No	Particulars of Remuneration	Name of the MD/WTD/Manager		Total Amount
		Mr. Dinesh Shahra	Mr. V.K. Jain	
1	<b>Gross salary</b> (a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961 (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	89.29	51.67	140.96
2	Stock option	-	-	-
3	Sweat Equity	-	-	-
4	Commission as % of profit others (specify)	-	-	-
5	Others, please specify	-	-	-
	<b>Total (A)</b>	89.29	51.67	140.96

**B. Remuneration to other Directors**

(Rs. in lacs)

S. No	Particulars of Remuneration	Name of the Directors				Total Amount
		Mr. N. Murugan	Mr. Navin Khandelwal	Mrs. M. D. Rajda	Mr. P. D. Dwivedi	
1	<b>Independent Directors</b> Fee for attending board committee meetings Commission Others, please specify	0.70	1.05	0.55	0.35	2.65
	<b>Total (1)</b>	0.70	1.05	0.55	0.35	2.65
2	<b>Other Non-Executive Directors</b> Fee for attending board committee meetings Commission Others, please specify	-	-	-	-	-
	<b>Total (2)</b>	-	-	-	-	0
	<b>Total (B)=(1+2)</b>	-	-	-	-	2.65
	<b>Total Managerial Remuneration</b>					140.96*

\* Total Managerial Remuneration paid to Managing Director and Executive Director of the Company

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

(Rs. in lacs)

S. No.	Particulars of Remuneration	Key Managerial Personnel			Total
		CEO	Company Secretary	CFO	
1	<b>Gross Salary</b> (a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961 (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	-	64.05	81.32	145.37
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission as % of profit others, specify	-	-	-	-
5	Others, please specify	-	-	-	-
	<b>Total</b>	-	64.05	81.32	145.37

**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)

Penalty					
Punishment					
Compounding					
<b>B. DIRECTORS</b>					
Penalty					
Punishment					
Compounding					
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty					
Punishment					
Compounding					

NIL