

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 Company (Management & Administration) Rules, 2014.

I. REGISTRATION & OTHER DETAILS:	
1	CIN U74899DL1967PLC004773
2	Registration Date 26/07/1967
3	Name of the Company FLOWMORE LIMITED
4	Category/Sub-category of the Company Company Limited by Shares Indian Non-Government Company
5	Address of the Registered office & contact details PLOT NO-14, BLOCK - II, MOHAN CO -OP. INDUSTRIAL ESTATE NEW DELHI-110044
6	Whether listed company NO
7	Name, Address & contact details of the Registrar & Transfer Agent, if any. NIL

III. 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	Electrical equipment, General Purpose and Special purpose Machinery & equipment, Transport equipment	271 & 281	99

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S. No.	Name and address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1	FAIRBANKS MORSE INDIA LIMITED	U29120DL1973PLC006493	Subsidiary	87.48	2 (87)
2	SAURABH ADVISORS PRIVATE LIMITED	U74140DL2009PTC195731	Associate	0	2 (6)
3	G G ADVISORY SERVICES PRIVATE LIMITED	U74900DL2009PTC195724	Associate	0	2 (6)
4	R G FREELANCERS PRIVATE LIMITED	U74140DL2009PTC195730	Associate	0	2 (6)

IV. SHARE HOLDING PATTERN

f) Insurance Companies	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
g) FIs	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
2. Non-Institutions																					
a) Bodies Corp.	-	60,000	60,000	60,000	0.29%	0.29%	60,000	60,000	60,000	0.29%	0.29%	60,000	60,000	60,000	0.29%	0.29%	60,000	60,000	60,000	0.00%	0.00%
i) Indian	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
ii) Overseas	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
b) Individuals	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
i) Individual shareholders holding nominal share capital upto Rs. 1 Lakh	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
ii) Individual shareholders holding nominal share capital in excess of Rs. 1 Lakh	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
c) Others (specify)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Non Resident Indians	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Overseas Corporate Bodies	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Foreign Nationals	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Clearing Members	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Trusts	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Foreign Bodies - D R	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Sub-total (B)(2):-	-	60,000	60,000	60,000	0.29%	0.29%	60,000	60,000	60,000	0.29%	0.29%	60,000	60,000	60,000	0.29%	0.29%	60,000	60,000	60,000	0.01%	0.01%
Total Public (B)	-	60,000	60,000	60,000	0.29%	0.29%	60,000	60,000	60,000	0.29%	0.29%	60,000	60,000	60,000	0.29%	0.29%	60,000	60,000	60,000	0.01%	0.01%

C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	-	2,10,00,000	2,10,00,000	100.00%	-	2,10,00,000	2,10,00,000	100.00%	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 company	No. of Shares	% of total Shares of the company	
1	Mr. Saurabh Gupta	23,79,510	11.33%	-	12.86%	1.53%
2	Mr. Gaurav Gupta	23,97,780	11.42%	-	12.86%	1.44%
3	Mr. Rishabh Gupta	21,99,510	10.47%	-	12.86%	2.39%
4	Mrs. Janak Gupta	11,23,200	5.35%	-	0.00%	-5.35%
	TOTAL	8,100,000	38.57%	-	38.58%	0.01%

(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. Saurabh Gupta						

	At the beginning of the year	-	-	2,379,510	-	11.33%	2,379,510	-	11.33%
	Changes during the year	15.11.2017	Transfer	320,490	-	1.53%	2,700,000	-	12.86%
	At the end of the year	-	-	2,700,000	-	12.86%	2,700,000	-	12.86%
2	Mr. Gaurabh Gupta			No. of shares		% of total	No. of shares		% of total shares
	At the beginning of the year	-	-	2,397,780	-	11.42%	2,397,780	-	11.42%
	Changes during the year	15.11.2017	Transfer	302,220	-	1.44%	2,700,000	-	12.86%
	At the end of the year	-	-	2,700,000	-	12.86%	2,700,000	-	12.86%
3	Mr. Rishabh Gupta			No. of shares		% of total shares	No. of shares		% of total shares
	At the beginning of the year	-	-	2,199,510	-	10.47%	2,199,510	-	10.47%
	Changes during the year	15.11.2017	Transfer	500,490	-	2.39%	2,700,000	-	12.86%
	At the end of the year	-	-	2,700,000	-	12.86%	2,700,000	-	12.86%
4	Mrs. Janak Gupta			No. of shares		% of total shares	No. of shares		% of total shares
	At the beginning of the year	-	-	1,123,200	-	5.35%	1,123,200	-	5.35%
	Changes during the year	15.11.2017	Transfer	1,123,200	-	5.35%	-	-	-
	At the end of the year	-	-	-	-	0.00%	-	-	-

(iv) Shareholding Pattern of top ten Shareholders :
(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		change during the year	Cumulative Shareholding during the year	
				No. of shares	% of total shares		No. of shares	% of total shares
1	G.G.ADVISORY PRIVATE LIMITED			42,80,000	20.38	-	42,80,000	20.38
2	R.G. FREELANCERS PVT. LTD.			42,80,000	20.38	-	42,80,000	20.38
3	SAURABH ADVISORS PVT. LTD.			42,80,000	20.38	-	42,80,000	20.38
4	SANCHYITA TRADELINK PRIVATE LIMITED	10.04.2017	Transfer	60000	0.29	60,000	0	0
5	NAYASA CORPORATION LIMITED	10.04.2017	Transfer	0	0	60,000	60000	0.29

(v) Shareholding of Directors and Key Managerial Personnel:

SN	Shareholding of each	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. Saurabh Gupta							
	At the beginning of the year			2,379,510	11.33%		2,379,510	11.33%
	Changes during the year	15.11.2017	Transfer	320,490	1.53%		2,700,000	12.86%
	At the end of the year			2,700,000	12.86%		2,700,000	12.86%
2	Mr. Gaurav Gupta							
	At the beginning of the year			2,397,780	11.42%		2,397,780	11.42%

Changes during the year	15.11.2017	Transfer	302,220	1.44%	2,700,000	12.86%
At the end of the year			2,700,000	12.86%	2,700,000	12.86%

3	Mr. Rishabh Gupta					
	At the beginning of the year		2,199,510	10.47%	2,199,510	10.47%
	Changes during the year	15.11.2017	Transfer	2.39%	2,700,000	12.86%
	At the end of the year		2,700,000	12.86%	2,700,000	12.86%

V. INDEBTEDNESS

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

		(Amt. Rs.)				Total Indebtedness
Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits			
Indebtedness at the beginning of the financial year						
i) Principal Amount	869,229,806.00	106,852,666.00	0			976082472
ii) Interest due but not paid	0	0	0			0
iii) Interest accrued but not due	0	0	0			0
Total (i+ii+iii)	869,229,806.00	106,852,666.00	0			976082472
Change in Indebtedness during the financial year						
* Addition	160549739		0			160549739
* Reduction		-17623084	0			-17623084
Net Change	160,549,739.00	-17623084	0			142926655
Indebtedness at the end of the financial year						

i) Principal Amount	1,029,779,545.00	89,229,582.00	0	1119009127
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	1,029,779,545.00	89,229,582.00	0	1119009127

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager :		Nil			
SN.	Particulars of Remuneration	Name of MD/WTD/ Manager			Total Amount
		SAURABH GUPTA	GOURAV GUPTA	RISHABH GUPTA	BIRENDER KR. BAJPAI
	Designation	M.D.	WTD	WTD	WTD
1	Gross salary	11,325,000.00	11,325,000.00	11,325,000.00	1,999,788.00
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act 1961				
	(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	693000	693000	693000	90,288
	Total (A)	12,018,000.00	12,018,000.00	12,018,000.00	2,090,076.00
	Ceiling as per the Act	24,000,000.00	24,000,000.00	24,000,000.00	24,000,000.00

B. Remuneration to other Directors

B. Remuneration to other Directors		Nil	
SN.	Particulars of Remuneration	Name of Directors	Total Amount

4	Commission - as % of profit - others, specify	- - -	- - -	- - -	- - -	- - -	- - -
5	Others, please specify	28,380.00	259,200.00	287,580			
	Total	688,005.00	5,805,000.00	6,493,005			

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

FOR FLOWMORE LIMITED

SD
RISHABH GUPTA
WHOLETIME DIRECTOR
DIN-00671390

SD
SAURABH GUPTA
MANAGING DIRECTOR
DIN- 00764711