

## ANNEXURE-"A"

[Pursuant to section 92 (3) of the Companies Act, 2013 and Rule 12 (1) of the Companies (Management and Administration) Rules, 2014]

## I. REGISTRATION AND OTHER DETAILS :

|      |   |  |
|------|---|--|
| i)   | CIN :-  | L51909WB1916PLC002713  |
| ii)  | Registration Date   | 20th August, 1916  |
| iii) | Name of the Company   | The Ganges Manufacturing Company Limited   |
| iv)  | Category / Sub-Category of the Company                                    | Company limited by shares/Indian Non-Government Company  |
| v)   | Address of the Registered office and contact details                      | 33A, Jawaharlal Nehru Road, Kolkata-700071   |
| vi)  | Whether listed company Yes / No   | Yes  |
| vii) | Name, Address and Contact details of Registrar and Transfer Agent, if any | Niche Technologies Private Limited<br>3A, Auckland Place, 7th Floor, Room No. 7A& 7B,<br>Kolkata -700017<br>Phone-2280-6616/6617 |

## 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 :-

| Sl. No. | Name and Description of main products / services | NIC Code of the Product / service | % to total turnover of the Company |
|---------|--|-----------------------------------|------------------------------------|
| 1       | Jute Products                                    | 630510.04                         | 100%                               |

## III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -

| Sl. No. | Name and Address of the Company | CIN / GLN | Holding / Subsidiary / Associate | % Of Shares Held | Applicable Section |
|---------|---------------------------------|-----------|----------------------------------|------------------|--------------------|
|         | NIL                             |           |                                  |                  |                    |

## IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

## i) Category - wise shareholding

| Category of Shareholders                               | No. of Shares held at the beginning of the year |          |          |                   | No. of Shares held at the end of the year |          |          |                   | % Change during the year |
|--|---|----------|----------|-------------------|---|----------|----------|-------------------|--------------------------|
|  | Demat   | Physical | Total    | % of Total Shares | Demat                                     | Physical | Total    | % of Total Shares |                          |
| <b>A. Promoters</b>                                    |   |          |          |                   |   |          |          |                   |                          |
| (1) Indian   |   |          |          |                   |   |          |          |                   |                          |
| a) Individual / HUF                                    | 0   | 4,71,399 | 4,71,399 | 12.88%            | 0   | 4,71,399 | 4,71,399 | 12.88%            | 0.00%                    |
| b) Central Govt  |   |          |          |                   |   |          |          |                   |                          |
| c) State Govt (S)                                      |   |          |          |                   |   |          |          |                   |                          |
| d) Bodies Corp.  |   |          |          |                   |   |          |          |                   |                          |
| e) Banks / FI  |   |          |          |                   |   |          |          |                   |                          |
| f) Any Other ...                                       |   |          |          |                   |   |          |          |                   |                          |
| Sub-Total (A) (1) :-                                   | 0   | 4,71,399 | 4,71,399 | 12.88%            | 0   | 4,71,399 | 4,71,399 | 12.88%            | 0.00%                    |
| (2) Foreign  |   |          |          |                   |   |          |          |                   |                          |
| a) NRIS - Individuals                                  | 0   | 0        | 0        | 0                 | 0   | 0        | 0        | 0                 | 0                        |
| b) Other - Individuals                                 | 0   | 0        | 0        | 0                 | 0   | 0        | 0        | 0                 | 0                        |
| c) Bodies Corp.  | 0   | 0        | 0        | 0                 | 0   | 0        | 0        | 0                 | 0                        |
| d) Banks / FI  | 0   | 0        | 0        | 0                 | 0   | 0        | 0        | 0                 | 0                        |
| e) Any Other ....                                      | 0   | 0        | 0        | 0                 | 0   | 0        | 0        | 0                 | 0                        |
| Sub-total (A) (2) :-                                   | 0   | 0        | 0        | 0                 | 0   | 0        | 0        | 0                 | 0                        |
| Total shareholding of Promoter (A) = (A) (1) + (A) (2) | 0   | 4,71,399 | 4,71,399 | 12.88%            | 0   | 4,71,399 | 4,71,399 | 12.88%            | 0.00%                    |
| <b>B. Public Shareholding</b>                          |   |          |          |                   |   |          |          |                   |                          |
| 1. Institutions  |   |          |          |                   |   |          |          |                   |                          |
| a) Mutual Funds  |   |          |          |                   |   |          |          |                   |                          |
| b) Banks / FI  | 35,700  | 12,290   | 47,990   | 1.31%             | 35,700                                    | 12,290   | 47,990   | 1.31%             | 0.00%                    |
| c) Central Govt  |   |          |          |                   |   |          |          |                   |                          |
| d) State Govt (S)                                      |   |          |          |                   |   |          |          |                   |                          |
| e) Venture Capital Funds                               |   |          |          |                   |   |          |          |                   |                          |
| f) Insurance Companies                                 |   |          |          |                   |   |          |          |                   |                          |
| g) FIs   |   |          |          |                   |   |          |          |                   |                          |
| h) Foreign Venture Capital Funds                       |   |          |          |                   |   |          |          |                   |                          |
| i) Others (specify)                                    |   |          |          |                   |   |          |          |                   |                          |
| Sub-total (B) (1) :-                                   | 35,700  | 12,290   | 47,990   | 1.31%             | 35,700                                    | 12,290   | 47,990   | 1.31%             | 0.00%                    |

|   |               |                  |                  |                |               |                  |                  |                |              |  |
|---|---------------|------------------|------------------|----------------|---------------|------------------|------------------|----------------|--------------|--|
| <b>2. Non- Institutions</b>   |               |                  |                  |                |               |                  |                  |                |              |  |
| <b>a) Bodies Corp.</b>  |               |                  |                  |                |               |                  |                  |                |              |  |
| <b>i) Indian</b>  | 0             | 28,32,886        | 28,32,886        | 77.42%         | 0             | 28,32,886        | 28,32,886        | 77.42%         | 0.00%        |  |
| <b>ii) Overseas</b>   |               |                  |                  |                |               |                  |                  |                |              |  |
| <b>b) Individuals</b>   |               |                  |                  |                |               |                  |                  |                |              |  |
| <b>i) Individual shareholders holding nominal share capital upto Rs. 1 lakh</b>           | 6,028         | 2,93,403         | 2,99,431         | 8.18%          | 7,728         | 2,91,703         | 2,99,431         | 8.18%          | 0.00%        |  |
| <b>(ii) Individual shareholders holding nominal share capital in excess of Rs. 1 lakh</b> | 0             | 0                | 0                | 0.00%          | 0             | 0                | 0                | 0.00%          | 0.00%        |  |
| <b>c) Others (specify)-NRI</b>  | 0             | 7560             | 7,560            | 0.21%          | 0             | 7560             | 7,560            | 0.21%          | 0.00%        |  |
| <b>Sub-total (B) (2) :-</b>   | <b>6,028</b>  | <b>31,33,849</b> | <b>31,39,877</b> | <b>85.81%</b>  | <b>7,728</b>  | <b>31,32,149</b> | <b>31,39,877</b> | <b>85.81%</b>  | <b>0.00%</b> |  |
| <b>Total Public Shareholding (B) = (B) (1) + (B) (2)</b>                                  | <b>41,728</b> | <b>31,46,139</b> | <b>31,87,867</b> | <b>87.12%</b>  | <b>43,428</b> | <b>31,44,439</b> | <b>31,87,867</b> | <b>87.12%</b>  | <b>0.00%</b> |  |
| <b>C. Shares held by Custodian for GDRs &amp; ADRs</b>                                    |               |                  |                  |                |               |                  |                  |                |              |  |
| <b>Grand Total (A + B + C)</b>  | <b>41,728</b> | <b>36,17,538</b> | <b>36,59,266</b> | <b>100.00%</b> | <b>43,428</b> | <b>36,15,838</b> | <b>36,59,266</b> | <b>100.00%</b> | <b>0.00%</b> |  |

**(ii) Shareholding of Promoters**

| Sl.No. | Shareholder's 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.     | ANAND CHAND OSATWAL  | 46,900                                    | 1.28%                            | 0  | 46,900                              | 1.28%                            | 0  | 0.00%                                     |
| 2.     | ANUJA OSATWAL        | 3,950                                     | 0.11%                            | 0  | 3,950                               | 0.11%                            | 0  | 0.00%                                     |
| 3.     | BIMLA KUMARI OSATWAL | 1,500                                     | 0.04%                            | 0  | 1,500                               | 0.04%                            | 0  | 0.00%                                     |
| 4.     | DEBJANI OSATWAL      | 1,500                                     | 0.04%                            | 0  | 1,500                               | 0.04%                            | 0  | 0.00%                                     |
| 5.     | MANJU OSATWAL        | 34,350                                    | 0.94%                            | 0  | 34,350                              | 0.94%                            | 0  | 0.00%                                     |
| 6.     | MANJU PODDAR         | 38,000                                    | 1.04%                            | 0  | 38,000                              | 1.04%                            | 0  | 0.00%                                     |
| 7.     | RAJESH KUMAR OSATWAL | 4,600                                     | 0.13%                            | 0  | 4,600                               | 0.13%                            | 0  | 0.00%                                     |
| 8.     | RAVINDRA KUMAR       | 1,79,054                                  | 4.89%                            | 0  | 1,79,054                            | 4.89%                            | 0  | 0.00%                                     |
| 9.     | ROY CHAND OSATWAL    | 52,100                                    | 1.42%                            | 0  | 52,100                              | 1.42%                            | 0  | 0.00%                                     |
| 10.    | SANJAY KUMAR OSATWAL | 40,234                                    | 1.10%                            | 0  | 40,234                              | 1.10%                            | 0  | 0.00%                                     |
| 11.    | SHANTI DEVI PODDAR   | 100                                       | 0.00%                            | 0  | 100                                 | 0.00%                            | 0  | 0.00%                                     |
| 12.    | SNEHLATA OSATWAL     | 42,600                                    | 1.16%                            | 0  | 42,600                              | 1.16%                            | 0  | 0.00%                                     |
| 13.    | SUDHA PODDAR         | 100                                       | 0.00%                            | 0  | 100                                 | 0.00%                            | 0  | 0.00%                                     |
| 14.    | SUNIL CHAND OSATWAL  | 25,797                                    | 0.70%                            | 0  | 25,797                              | 0.70%                            | 0  | 0.00%                                     |
| 15.    | SURAJ PODDAR         | 508                                       | 0.01%                            | 0  | 508                                 | 0.01%                            | 0  | 0.00%                                     |
| 16.    | UMA SHANKAR PODDAR   | 106                                       | 0.00%                            | 0  | 106                                 | 0.00%                            | 0  | 0.00%                                     |
|        | <b>Total</b>         | <b>4,71,399</b>                           | <b>12.88%</b>                    |  | <b>4,71,399</b>                     | <b>12.88%</b>                    |  |   |

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

| Sl.No. |  | 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 |
|        | <b>At the beginning of the year</b>  |   |                                  |   |                                  |
|        | <b>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):</b> | There is no change in promoter's shareholding |                                  |   |                                  |
|        | <b>At the End of the year</b>  |   |                                  |   |                                  |

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

| Sl.No. | 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 |
| 1.     | Lyons Corporate Market Limited             | 6,50,000                                  | 17.76%                           | 6,50,000                                | 17.76%                           |
| 2.     | Millennium Holdings Private Limited        | 4,50,050                                  | 12.30%                           | 4,50,050                                | 12.30%                           |
| 3.     | Celestial Holdings Private Limited         | 4,50,000                                  | 12.30%                           | 4,50,000                                | 12.30%                           |
| 4.     | Celestial Consultants Private Limited      | 4,50,000                                  | 12.30%                           | 4,50,000                                | 12.30%                           |
| 5.     | Chariot Eximp Limited                      | 2,77,756                                  | 7.59%                            | 2,77,756                                | 7.59%                            |
| 6.     | Rochak Distributors Private Limited        | 2,20,000                                  | 6.01%                            | 2,20,000                                | 6.01%                            |
| 7.     | Osatwal Jute & Gunny Sales Private         | 2,20,000                                  | 6.01%                            | 2,20,000                                | 6.01%                            |
| 8.     | Primax Fiscal Services Limited             | 1,00,000                                  | 2.73%                            | 1,00,000                                | 2.73%                            |
| 9.     | Life Insurance Corporation of India        | 21,200                                    | 0.58%                            | 21,200                                  | 0.58%                            |
| 10.    | Administrator of the specified Undertaking | 14,500                                    | 0.40%                            | 14,500                                  | 0.40%                            |

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

| Sl.No | For Each of the Directors and KMP | 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 |
| 1.    | Ravindra Kumar Poddar             | 1,79,054                                  | 4.89                             | 1,79,054                                | 4.89                             |
| 2.    | Sanjay Kumar Osatwal              | 40,234                                    | 1.10                             | 40,234                                  | 1.10                             |
| 3.    | Ram Karan Gupta                   | 60  | 0.00                             | 60                                      | 0.00                             |

**V. INDEBTEDNESS**

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

**(Rs. In Lacs)**

|  | Secured Loans excluding deposits | Unsecured Loans | Deposits | Total Indebtedness |
|--|----------------------------------|-----------------|----------|--------------------|
| <b>Indebtedness at the beginning of the financial year</b> |                                  |                 |          |                    |
| i) Principal Amount  | 611.55                           | -               | -        | 611.55             |
| ii) Interest due but not paid                              | 957.80                           | -               | -        | 957.80             |
| iii) Interest accrued but not due                          | -                                | -               | -        | -                  |
| <b>Total (i + ii + iii)</b>                                | <b>1,569.35</b>                  | -               | -        | <b>1,569.35</b>    |
| <b>Change in Indebtedness during the financial year</b>    |                                  |                 |          |                    |
| Addition   | 1,098.28                         | -               | -        | 1,098.28           |
| Reduction  | 73.68                            | -               | -        | 73.68              |
| <b>Net Change</b>  | <b>1,024.60</b>                  | -               | -        | <b>1,024.60</b>    |
| <b>Indebtedness at the end of the financial year</b>       |                                  |                 |          |                    |
| i) Principal Amount  | 1,594.58                         | -               | -        | 1,594.58           |
| ii) Interest due but not paid                              | 999.37                           | -               | -        | 999.37             |
| iii) Interest accrued but not due                          | -                                | -               | -        | -                  |
| <b>Total (i + ii + iii)</b>                                | <b>2,593.95</b>                  | -               | -        | <b>2,593.95</b>    |

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

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

**(Rs. In Lacs)**

| Sl. | Particulars of Remuneration  | Name of MD / WTD / Manager   |                                       | Total Amount  |
|-----|--|------------------------------|---------------------------------------|---------------|
|     |  | R K Poddar- Chairman and CEO | S K Osatwal Managing Director and CFO | ----          |
| 1   | (a) Salary as per provisions contained in section 17 (1) of the Income-tax Act, 1961 | 52.00                        | 59.80                                 | 111.80        |
|     | (b) Value of perquisites u/s 17(2) of the Income-tax Act, 1961                       | 8.00                         | 0.20                                  | 8.20          |
|     | (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 (A)</b>   | <b>60.00</b>                 | <b>60.00</b>                          | <b>120.00</b> |
|     | <b>Ceiling as per the Act</b>  |                              |                                       |               |

B. Remuneration to other Directors :

**(Rs. In Lacs)**

| Sl. | Particulars of Remuneration                      | Name of Directors |             |  |      | Total Amount  |
|-----|--|-------------------|-------------|--|------|---------------|
|     |  | Dilip Datta       | Madhu Jain  |  | ---- |               |
|     | <b>1. Independent Directors</b>                  |                   |             |  |      |               |
|     | * Fee for attending board and committee meetings | 0.36              | 0.28        |  |      | 0.64          |
|     | * Commission                                     | -                 | -           |  |      | -             |
|     | * Others, please specify                         | -                 | -           |  |      | -             |
|     | <b>Total (1)</b>                                 | <b>0.36</b>       | <b>0.28</b> |  |      | <b>0.64</b>   |
|     |  | P.K.Triptahi      |             |  |      |               |
|     | <b>2. Other Non - Executive Directors</b>        |                   |             |  |      |               |
|     | * Fee for attending board and committee meetings | 0.20              |             |  |      | 0.20          |
|     | * Commission                                     | -                 |             |  |      | -             |
|     | * Others, please specify                         | -                 |             |  |      | -             |
|     | <b>Total (2)</b>                                 | <b>0.20</b>       |             |  |      | <b>0.20</b>   |
|     | <b>Total (B) = (1 + 2)</b>                       |                   |             |  |      | <b>0.84</b>   |
|     | <b>Total Managerial Remuneration</b>             |                   |             |  |      | <b>120.84</b> |
|     | <b>Overall Ceiling as per the Act</b>            |                   |             |  |      |               |

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

(Rs. In Lacs)

| Sl. | Particulars of Remuneration  | Key Managerial Personnel            |       |
|-----|--|-------------------------------------|-------|
|     |  | Ram Karan Gupta - Company Secretary | Total |
| 1   | Gross Salary<br>(a) Salary as per provisions contained in section 17 (1) of the Income-tax Act, 1961<br>(b) Value of perquisites u/s 17(2) of the Income-tax Act, 1961<br>(c) Profits in lieu of salary under section 17 (3) of the Income-tax Act, 1961 | 3.20                                | 3.20  |
| 2   | Stock Option   | -                                   | -     |
| 3   | Sweat Equity   | -                                   | -     |
| 4   | Commission as % of profit<br>- others, specify ...   | -                                   | -     |
| 5   | Others, please specify   | -                                   | -     |
|     | Total  | 3.20                                | 3.20  |

VII PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES : None

**Registered Office:**  
**Chatterjee International Centre**  
**33A, Jawaharlal Nehru Road**  
**6th Floor, Flat No.-A-1**  
**Kolkata- 700 001**  
**Dated: 13/08/2019**

**By Order of the Board**

**Ravindra Kumar Poddar**  
**Chairman**  
**(DIN:00240643)**