

**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	L15311CH2011PLC033393
2.	Registration Date	28/11/2011
3.	Name of the Company	MEGASTAR FOODS 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. 807, INDUSTRIAL AREA, PHASE-II CHANDIGARH, E-mail ID: cs@megastarfoods.com
6.	Whether listed company	Yes
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	SKYLINE FINANCIAL SERVICES PRIVATE LIMITED D-153A, 1st Floor, Okhla Industrial Area Phase-I, New Delhi - 110020 Tel No.: +91 11 64732681-88 Fax No.: +91 11 26812682 Email: viren@skylinert.com ;

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	Flour milling	10611	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S. No.	Name & Address of the company	CIN/GLN	Holding/ Subsidiary/ Associate	% of Shares Held	Applicable Section
1.	Megapacific Ventures Private Limited	U15400CH2019PTC042468	Subsidiary	100%	2(87)

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	6741700	--	6741700	68.07	6741700	--	6741700	68.07	--
b) Central Govt									
c) State Govt(s)									
d) Bodies Corp.									
e) Banks / FI									
f) Any other									
Sub Total (A) (1)	6741700	--	6741700	68.07	6741700	--	6741700	68.07	--
(2) Foreign									
a) NRIs-Individuals									
b) Other-Individuals									
c) Bodies Corp.									
d) Banks/ FI									
e) Any Other									
Sub Total (A) (2)	--	--	--	--	--	--	--	--	--

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Total Shareholding of Promoter (A)=(A)(1)+(A)(2)	6741700	--	6741700	68.07	6741700	--	6741700	68.07	--
B. Public Shareholding									
1. Institutions									
a) Mutual Funds									
b) Banks / FI									
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):-	--	--	--	--	--	--	--	--	--
2.Non-Institutions									
a) Bodies Corp.									
i) Indian	260000	--	260000	2.63	8000	--	8000	0.08	(2.55)
ii) Overseas									
b) Individuals									
i) Individual shareholders holding nominal share capital up to Rs 1 lakh	250000	--	250000	2.52	236000	--	236000	2.38	(0.14)
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	2626000	--	2626000	26.52	2888000	--	2888000	29.17	2.64
c) Others (specify)									
a. NRI	2000		2000	0.02	Nil		Nil	Nil	(0.02)
b. HUF	24000		24000	0.24	26000		26000	0.26	0.26
c. Clearing Member	Nil		Nil	Nil	4000		4000	0.04	0.04
Sub-total (B)(2):-	3162000	--	3162000	31.93	3162000	--	3162000	31.93	
Total Public Shareholding (B)=(B)(1)+ (B)(2)	3162000	--	3162000	31.93	3162000	--	3162000	31.93	--
C. Shares held by Custodian for GDRs & ADRs	-	--	--	--	--	--	--	--	--
Grand Total (A+B+C)	9903700	--	9903700	100	9903700	--	9903700	100	--

(ii) Shareholding of Promoter-

S. No.	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	Vikas Goel	2492660	25.17	--	2492660	25.17	--	--
2	Vikas Gupta	2139900	21.61	--	2139900	21.61	--	--
3	Indira Rani	242000	2.44	--	242000	2.44	--	--
4	Mudit Goyal	181500	1.83	--	181500	1.83	--	--
5	Pankaj Goyal	1121054	11.32	--	1121054	11.32	--	--
6	Sat Pal Gupta	302500	3.05	--	302500	3.05	--	--


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7	Shivani Gupta	262086	2.65	--	262086	2.65	--	--
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(iii) Change in Promoters' Shareholding (please specify, if there is no change)

S. No.	Particulars	Shareholding at the beginning of the year		Transactions during the year		Cumulative Shareholding at the end of the year	
		No. of shares	% of total shares of the company	Date of transaction	No. of shares	No. of shares	% of total shares of the company
No change							

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

S. No.	Particulars	Shareholding at the beginning of the year		Transactions during the year		Cumulative Shareholding at the end of the year	
		No. of shares	% of total shares of the company	Date of transaction	No. of shares	No. of shares	% of total shares of the company
1.	ROOPKANTA ARUN RAJ						
	At the beginning of the year	468000	6.48				
	Date wise Increase / Decrease			28/02/2020	2000	466000	4.71
	Add: trade in open market						
	At the end of the year					466000	4.71
2.	SANDEEP GOYAL						
	At the beginning of the year	376000	3.8				
	Increase / Decrease			20/09/2019	42000	418000	4.22
	Add: Trade in open market			27/09/2019	4000	422000	4.26
				30/09/2019	2000	424000	4.28
				04/10/2019	2000	426000	4.30
				11/10/2019	2000	428000	4.32
				18/10/2019	4000	432000	4.36
				06/12/2019	2000	434000	4.38
				13/12/2019	-2000	432000	4.36
				10/01/2020	2000	434000	4.34
	At the end of the year					434000	4.34
3.	DANISH BANSAL						
	At the beginning of the year	Nil	Nil				
	Increase / Decrease			26/04/2019	116000		
	Add: trade in open market						
	At the end of the year					116000	1.17
4.	SHIVA BUDHIRAJA						
	At the beginning of the year	Nil	Nil				
	Increase / Decrease			26/04/2019	2000	208000	2.10
	Add: trade in open market			10/05/2019	-12000	196000	1.98
				24/05/2019	6000	202000	2.04
				05/07/2019	4000	206000	2.08
				09/08/2019	-4000	202000	2.04
				16/08/2019	-2000	200000	2.02
				30/08/2019	-30000	170000	1.72
				06/09/2019	-6000	164000	1.66
				30/09/2019	8000	172000	1.74
				04/10/2019	2000	174000	1.76
				11/10/2019	4000	178000	1.80

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				18/10/2019	4000	182000	1.84
				01/11/2019	2000	184000	1.86
				08/11/2019	2000	186000	1.88
				15/11/2019	2000	188000	1.90
				22/11/2019	-2000	186000	1.88
				29/11/2019	2000	188000	1.90
				13/12/2019	2000	190000	1.92
				07/02/2020	2000	192000	1.94
				20/03/2020	4000	196000	1.98
	At the end of the year					196000	1.98
5.	RENU MAKIN						
	At the beginning of the year	196000	1.98				
	Increase / Decrease			Nil	Nil	Nil	Nil
	Add: trade in open market						
	At the end of the year					196000	1.98
6.	PAWAN AGARWAL						
	At the beginning of the year	136000	1.37				
	Increase / Decrease			Nil	Nil	Nil	Nil
	Add: trade in open market						
	At the end of the year					136000	1.37
7.	RAJINDER BANSAL						
	At the beginning of the year	124000	1.25				
	Increase / Decrease			13/12/2019	-12000	112000	1.13
	Add: trade in open market			03/01/2020	-8000	104000	1.05
				10/01/2020	-4000	100000	1.01
				17/01/2020	-4000	96000	0.97
	At the end of the year					96000	0.97
8.	KARNESH SHARMA						
	At the beginning of the year	112000	1.13				
	Increase / Decrease			Nil	Nil	Nil	Nil
	Add: trade in open market						
	At the end of the year					112000	1.13
9.	HITESH GARG						
	At the beginning of the year	102000	1.03				
	Increase / Decrease			26/04/2019	-30000	72000	0.73
	Add: trade in open market			10/05/2019	2000	74000	0.75
				24/05/2019	6000	80000	0.81
				23/08/2019	10000	90000	0.91
				20/09/2019	-2000	88000	0.89
				04/10/2019	8000	96000	0.97
				11/10/2019	6000	102000	1.03
				18/10/2019	2000	104000	1.05
				15/11/2019	-2000	102000	1.03
				22/11/2019	4000	106000	1.07
				29/11/2019	2000	108000	1.09
				20/12/2019	2000	110000	1.11
				31/12/2019	2000	112000	1.13
				20/03/2020	2000	114000	1.15
	At the end of the year					114000	1.15
10.	ANURADHA SHARMA						
	At the beginning of the year	Nil	Nil				
	Increase / Decrease			06/09/2019	38000	38000	0.38
	Add: trade in open market			13/09/2019	28000	66000	0.67
				27/09/2019	2000	68000	0.69
				29/11/2019	-8000	60000	0.61
				06/12/2019	6000	66000	0.67
				13/12/2019	12000	78000	0.79

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				03/01/2020	30000	108000	1.09
				24/01/2020	2000	110000	1.11
	At the end of the year					110000	1.11

(v) Shareholding of Directors and Key Managerial Personnel:

S. No.	Particulars	Shareholding at the beginning of the year		Transactions during the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	Date of transaction	No. of shares	No. of shares	% of total shares of the company
1.	VIKAS GOEL						
	At the beginning of the year	2492660	25.17				
	Date wise Increase / Decrease in Director Shareholding			--	--	--	--
	At the end of the year					2492660	25.17
2.	VIKAS GUPTA						
	At the beginning of the year	2139900	21.61				
	Date wise Increase / Decrease in Director Shareholding			--	--	--	--
	At the end of the year					2139900	21.61
3.	MUDIT GOYAL						
	At the beginning of the year	181500	1.83				
	Date wise Increase / Decrease in Director Shareholding			--	--	--	--
	At the end of the year					181500	1.83
4.	AMIT MITTAL						
	At the beginning of the year	Nil	Nil				
	Date wise Increase / Decrease in Director Shareholding			--	--	--	--
	At the end of the year					Nil	Nil
5.	PRABHAT KUMAR						
	At the beginning of the year	Nil	Nil				
	Date wise Increase / Decrease in Director Shareholding			--	--	--	--
	At the end of the year					Nil	Nil
6.	SAVITA BANSAL						
	At the beginning of the year	Nil	Nil				
	Date wise Increase / Decrease in Director Shareholding			--	--	--	--
	At the end of the year					Nil	Nil

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V. INDEBTEDNESS -Indebtedness of the Company including interest outstanding/accrued but not due for payment (in Lakhs):

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	2319.91	621.42	--	2941.33
ii) Interest due but not paid	--	--	--	--
iii) Interest accrued but not due	2.97	--	--	2.97
Total (i+ii+iii)	2322.88	621.42	--	2944.3
Change in Indebtedness during the financial year				
* Addition	158.00	44.67	--	202.67
* Reduction	704.36	254.50	--	958.86
Net Change	(546.36)	(209.83)	--	-756.19
Indebtedness at the end of the financial year				
i) Principal Amount	1757.61	411.59	--	2169.2
ii) Interest due but not paid	--	--	--	--
iii) Interest accrued but not due	18.92	--	--	18.92
Total (i+ii+iii)	1776.53	411.59	--	2188.12

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL
A. REMUNERATION TO MANAGING DIRECTOR, WHOLE-TIME DIRECTORS, DIRECTOR AND/OR MANAGER:

S. No.	Particulars of Remuneration	Name of MD/WTD/ Manager/ Director			Total Amount
		Vikas Goel	Vikas Gupta	Mudit Goyal	
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	36,00,000	36,00,000	18,00,000	90,00,000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	5,79,600	5,79,600	3,09,600	14,68,800
	(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)	41,79,600	41,79,600	21,09,600	1,04,68,800

B. REMUNERATION TO OTHER DIRECTORS

S. No.	Particulars of Remuneration	Name of Directors			Total Amount
		SAVITA BANSAL	AMIT MITTAL	PRABHAT KUMAR	
1	Independent Directors	NIL	NIL	NIL	NIL
	Fee for attending board committee meetings	22,000	22,000	17,000	61,000
	Commission				
	Others, please specify				
	Total (1)				
2	Other Non-Executive Directors				
	Fee for attending board committee meetings				
	Commission				
	Others, please specify				
	Total (2)				
	Total (B)=(1+2)	22,000	22,000	17,000	61,000
	Total Managerial Remuneration	NIL	NIL	NIL	NIL
	Overall Ceiling as per the Act	The Companies Act, 2013 has prescribed that sitting fees shall not exceed Rs. 1 lakh per meeting of the Board or committee thereof, attended			



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

S. No.	Particulars of Remuneration	Key Managerial Personnel				Total
		CEO	CS Robin Kumar	CFO Mainsha Gupta From 12/02/2020	CFO Vijay Sharma From 31/03/2018 to 12/02/2020	
1	Gross salary	NIL	4,20,000	2,66,090	5,11,517	11,97,607
	(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					
	Total	NIL	4,20,000	2,66,090	5,11,517	11,97,607

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					

Date: 28.08.2020
Place: Chandigarh

for and on behalf of
MEGASTAR FOODS LIMITED

VIKASGOEL
Chairman-cum-Managing Director
DIN: 05122585

VIKAS GUPTA
Whole Time Director
DIN: 05123386