

MGT - 9**EXTRACT OF ANNUAL RETURN** as on the close of the financial year ended 31st March 2019

[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 : L11101TN1969PLC005778
- (ii) Registration Date : 18 Dec 1969
- (iii) Name of the Company : Southern Petrochemical Industries Corporation 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: "SPIC House" No 88 Mount Road, Guindy, Chennai 600 032.
website:www.spic.in, E-mail : spiccorp@spic.co.in
Phone: 044-22350245
- (vi) Whether listed company : Yes
- (vii) Name, Address and Contact details of Registrar & Transfer Agent, if any : M/s Cameo Corporate Services Ltd, "Subramanian Building"
No 1 Club House Road, Chennai 600 002.
Ms Priya, Company Secretary
Ph: 044-8460390

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	UREA	20121	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	Tuticorin Alkali Chemicals & Fertilisers Limited	L24119TN1971PLC006083	Associate	43.94	2(6)
2	Gold Nest Trading Company Limited	U65933TN1983PLC009993	Associate	32.76	2(6)
3	National Aromatics and Petrochemicals Corporation Limited	U11101TN1989PLC017403	Joint venture	50.00	2(6)
4	Tamilnadu Petroproducts Limited	L23200TN1984PLC010931	Joint venture	16.93	2(6)
5	Greenam Energy Private Limited	U40300TN2017PTC115941	Associate	20.00	2(6)



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				No. of Shares held at the end of the year				% of Change during the Year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(A) Promoters									
(1) Indian									
(a) Individual/HUF	45450	-	45450	0.02	45450	-	45450	0.02	-
(b) Central Govt	-	-	-	-	-	-	-	-	-
(c) State Govt (s)	8840000	-	8840000	4.34	8840000	-	8840000	4.34	-
(d) Bodies Corp.	72866263	150	72866413	35.78	70845263	-	70845263	34.79	-0.99
(e) Banks / FI	-	-	-	-	-	-	-	-	-
(f) Any Other	-	-	-	-	-	-	-	-	-
Sub-Total (A) (1)	81751713	150	81751863	40.14	79730713	-	79730713	39.15	-0.99
(2) Foreign									
(a) NRIs – Individuals	-	-	-	-	-	-	-	-	-
(b) Other - Individuals	-	-	-	-	-	-	-	-	-
(c) Bodies Corp.	18914775	-	18914775	9.29	18914775	-	18914775	9.29	0.00
(d) Banks / FI	-	-	-	-	-	-	-	-	-
(e) Any Other	-	-	-	-	-	-	-	-	-
Sub-Total (A) (2)	18914775	-	18914775	9.29	18914775	-	18914775	9.29	-
Total Shareholding of Promoter (A) = (A (1) + (A) (2)	100666488	150	100666638	49.43	98645488	-	98645488	48.44	-0.99
(B) Public Shareholding									
(1) Institutions	-	-	-	-	-	-	-	-	-
(a) Mutual Funds	900	9900	10800	0.01	900	9900	10800	0.01	0.00
(b) Banks/FI	5251273	18300	5269573	2.59	4723569	18300	4741869	2.33	-0.26
(c) Central Govt	166454	0	166454	0.08	166454	0	166454	0.08	0.00
(d) State Govt (s)	-	-	-	-	-	-	-	-	-
(e) Venture Capital funds	-	-	-	-	-	-	-	-	-
(f) Insurance Companies	0	550	550	0.00	0	550	550	0.00	0.00
(g) FIs	0	8150	8150	0.00	0	8150	8150	0.00	0.00
(h) Foreign Venture Capital Funds	-	-	-	-	1350191	-	1350191	0.67	0.67
(i) Others (Specify)	-	-	-	-	-	-	-	-	-
Sub-Total (B)(1)	5418627	36900	5455527	2.68	6241114	36900	6278014	3.08	0.40

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% of Change during the Year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(2) Non- Institutions	-	-	-	-	-	-	-	-	-
(a) Bodies Corp	-	-	-	-	-	-	-	-	-
i. Indian	28489253	1546076	30035329	12.55	18918620	741370	19659990	9.65	-2.09
ii. Overseas	-	-	-	-	-	-	-	-	-
(b) Individuals									
i. Individual share holders holding nominal share capital up to ` 1 lakh	2936370	26132703	29069073	14.27	24030628	3374242	27404870	13.71	-0.56
ii. Individual share holders holding nominal share capital in excess of ` 1 lakh	17819037	-	17819037	8.75	30923268	--	30923268	15.19	6.44
C) Others									
(a) Clearing Member	2044561	0	2044561	1.00	52433	--	52433	0.03	-0.97
(b) NRIs	1537375	12746	1550121	0.76	1082643	12746	1095389	0.54	-0.22
(c) OCBs	39150	650	39800	0.02	39150	650	39800	0.02	0.00
(d) Trusts	18450	-	18450	0.01	8600	--	8600	0.00	0.01
(e) HUF	-	-	-		2740184	500	2740684	1.34	-
Sub Total (B) (2)	52884196	27692175	80576371	37.37	77795526	4129508	81925034	38.90	1.53
Total Shareholding of Public = (B) (1) + (B) (2)	58302823	27692175	86031898	42.25	84036640	4166408	88203048	43.13	0.81
C. Shares held by custodian for GDRs & ADRs	16941800	0	16941800	8.13	16791800	--	16791800	8.25	-0.07
Grand Total (A+B+C)	199107404	4532932	203640336	100.00	199473928	4166408	203640336	100.00	0.00



(ii) Shareholding of Promoters:

S. No	Shareholders' Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% of Change 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	Directors & Relatives	45450	0.02	0.00	45450	0.02	0.00	0.00
2	FICON Holdings Limited	15682775	7.70	0.00	15682775	7.70	0.00	0.00
3	Ranford Investments Limited	1910000	0.94	0.00	1910000	0.94	0.00	0.00
4	Darnolly Investments Limited	1322000	0.65	0.00	1322000	0.65	0.00	0.00
5	SICAGEN India Limited	3017349	1.48	0.00	3017349	1.48	0.00	0.00
6	Gold Nest Trading Company Limited	2423400	1.19	0.00	50800	0.02	0.00	-1.17
7	South India House Estates & Properties Ltd	1810450	0.89	0.00	1636900	0.80	0.00	-0.09
8	South India Travels Pvt. Ltd	208985	0.10	0.00	208985	0.10	0.00	0.00
9	ACM Educational Foundation	134075	0.07	0.00	659075	0.32	0.00	0.26
10	AMI Holdings Private Limited	37276700	18.31	0.00	37276700	18.31	0.00	0.00
11	Lotus Fertilizers Pvt Ltd	27995454	13.75	0.00	27995454	13.75	0.00	0.00
12	Tamilnadu Industrial Development Corporation Ltd	8840000	4.34	0.00	8840000	4.34	0.00	0.00
Total		100666638	49.43	-	98645488	48.44	-	-0.99

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

S. No	Particulars	Shareholding at the beginning of the year 1st April 2018		Date of Transfer / Purchase	Increase / Decrease	Reason for Increase / Decrease	Cumulative shareholding during the year (01 04 2018 to 31 03 2019) and as on 31 03 2019	
		No. of shares	% of total shares of the company				No. of shares	% of total shares of the company
	Promoters' holding	10,06,66,638	49.43					
1	South India Travels Pvt Ltd.,	18,10,450	0.89	27/02/2019	1,73,550	Sale	16,36,900	0.80
2	ACM Educational Foundation	1,34,075	0.07	07/03/2019	5,25,000	Transfer	6,59,075	0.32
3	Gold Nest Trading Company Limited	24,23,400	1.19	07/03/2019	23,72,600	Transfer	50,800	0.02
	Promoters' holding at the end of the year						9,86,45,488	48.44

NOTE:

- 1 South India House Estates & Properties Limited have disposed off 1,73,550 equity shares on 27th February 2019
- 2 National Company Law Tribunal, Chennai has on 07/03/2019 approved Scheme of Arrangement between Gold Nest Trading Company (Goldnest) and and its Shareholders and Creditors. Under the Order Goldnest has to transfer the Equity share of the Company to ACM Educational Foundation and other creditors.

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

Sl. No	Each of the Top 10 Shareholders	Shareholding at the beginning of the year 1st April 2018		Date of Transfer / Purchase	Increase / Decrease	Reason for Increase / Decrease	Cumulative shareholding during the year (01 04 2018 to 31 03 2019) and as on 31 03 2019	
		No. of Shares	% to total shares of the Company				No. of Shares	% to total shares of the Company
1	RUCHIT BHARAT PATEL	945,653	0.46	25/05/2018	68,140	PURCHASE	1,013,793	0.50
				01/06/2018	14,462	PURCHASE	1,028,255	0.50
				08/06/2018	83,595	PURCHASE	1,111,850	0.55
				28/09/2018	1,592	PURCHASE	1,113,442	0.55
				01/03/2019	5,900,000	PURCHASE	7,013,442	3.44
				31/03/2019			7,013,442	3.44
2	FINQUEST FINANCIAL SOLUTIONS PVT LTD	884,204	0.43	13/04/2018	25,000	PURCHASE	909,204	0.45
				20/04/2019	56,597	PURCHASE	965,801	0.47
				11/05/2019	104,262	PURCHASE	1,070,063	0.53
				18/05/2019	179,091	PURCHASE	1,249,154	0.61
				25/05/2018	176,986	PURCHASE	1,426,140	0.70
				01/06/2018	40,169	PURCHASE	1,466,309	0.72
				08/06/2018	217,742	PURCHASE	1,684,051	0.83
				29/06/2018	-744,205	SALE	939,846	0.46
				06/07/2018	-71,000	SALE	868,846	0.43
				13/07/2018	136,778	PURCHASE	1,005,624	0.49
				20/07/2018	295,066	PURCHASE	1,300,690	0.64
				27/07/2018	214,319	PURCHASE	1,515,009	0.74
				31/07/2018	93,911	PURCHASE	1,608,920	0.79
				03/08/2018	87,592	PURCHASE	1,696,512	0.83
				10/08/2018	290,504	PURCHASE	1,987,016	0.98
				17/08/2018	113,525	PURCHASE	2,100,541	1.03
				24/08/2018	277,723	PURCHASE	2,378,264	1.17
				31/08/2019	540,985	PURCHASE	2,919,249	1.43
				07/09/2018	437,027	PURCHASE	3,356,276	1.65
				14/09/2018	161,055	PURCHASE	3,517,331	1.73
				21/09/2018	182,918	PURCHASE	3,700,249	1.82
				28/09/2018	147,269	PURCHASE	3,847,518	1.89
				05/10/2018	170,383	PURCHASE	4,017,901	1.97
				12/10/2018	136,723	PURCHASE	4,154,624	2.04
				19/10/2018	215,428	PURCHASE	4,370,052	2.15
				26/10/2018	191,295	PURCHASE	4,561,347	2.24
				02/11/2018	19,417	PURCHASE	4,580,764	2.25
23/11/2018	19,157	PURCHASE	4,599,921	2.26				
30/11/2018	40,180	PURCHASE	4,640,101	2.28				
07/12/2018	24,217	PURCHASE	4,664,318	2.29				
14/12/2018	14,950	PURCHASE	4,679,268	2.30				
21/12/2018	100,010	PURCHASE	4,779,278	2.35				
28/12/2018	1,000	PURCHASE	4,780,278	2.35				
04/01/2019	79,925	PURCHASE	4,860,203	2.39				
22/02/2019	75,531	PURCHASE	4,935,734	2.42				
01/03/2019	980,904	PURCHASE	5,916,638	2.91				
08/03/2019	34,411	PURCHASE	5,951,049	2.92				
15/03/2019	119,261	PURCHASE	6,070,310	2.98				
22/03/2019	39,045	PURCHASE	6,109,355	3.00				
29/03/2019	87,542	PURCHASE	6,196,897	3.04				
				31/03/2019			6,196,897	3.04



Sl. No	Each of the Top 10 Shareholders	Shareholding at the beginning of the year 1st April 2018		Date of Transfer / Purchase	Increase / Decrease	Reason for Increase / Decrease	Cumulative shareholding during the year (01 04 2018 to 31 03 2019) and as on 31 03 2019	
		No. of Shares	% to total shares of the Company				No. of Shares	% to total shares of the Company
3	HARDIK B	211,781	0.10	11/05/2018 14/09/2018 01/03/2019 22/03/2019 31/03/2019	1,900 74,000 1,650,000 -27,000 2,377,878	PURCHASE PURCHASE PURCHASE SALE PURCHASE	213,681 287,681 1,937,681 1,910,681 4,315,559	0.10 0.14 0.95 0.95 2.12
4	LIFE INSURANCE CORPORATION OF INDIA	3,926,725	1.93	31/03/2019			3,926,725 3,926,725	1.93 1.93
5	VIBGOYAR INVESTORS & DEVELOPERS PVT LTD	2,311,000	1.13	31/08/2018 26/10/2018 11/01/2019 31/03/2019	189,000 -58,000 58,000	PURCHASE SALE PURCHASE	2,500,000 2,442,000 2,500,000 2,500,000	1.23 1.20 1.23 1.23
6	POLARIS BANYAN HOLD. PVT LTD	1,974,558	0.97	31/03/2019			1,974,558 1,974,558	0.97 0.97
7	HARSHA HITESH JAVERI	700,000	0.34	29/03/2019	1,000,000	PURCHASE	700,000 1,700,000	0.34 0.83
8	HITESH RAMJI JAVERI	1,700,000	0.83	31/03/2019			1,700,000 1,700,000	0.83 0.83
9	HYPNOS FUND LIMITED	1,350,000	0.66	31/03/2019			1,350,000 1,350,000	0.66 0.66
10	RADHABAI RAMJI JAVERI	973,960	0.48	31/03/2019			973,960 973,960	0.48 0.48

(v) Shareholding of Directors and Key Managerial Personnel:

S. No	Particulars	Shareholding at the beginning of the year 1st April 2018		Date of Transfer / Purchase	Increase / Decrease	Reason for Increase / Decrease	Cumulative shareholding during the year (01 04 2018 to 31 03 2019) and as on 31 03 2019	
		No. of shares	% of total shares of the company				No. of shares	% of total shares of the company
1	Mr Ashwin C Muthiah	45	0.00					
				28/08/2018	29,350	Purchase	29,395	0.01
				09/11/2018	16,055	Purchase	45,450	0.02
				31/03/2019			45,450	0.02
2	Mr S Radhakrishnan	450	0.00				450	0.00
3	Mr M B Ganesh	50	0.00				50	0.00

No other Director/ KMP was holding shares at the beginning or end of the year

V. INDEBTEDNESS:

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

(` in lacs)

	Secured Loans excluding deposits	Deposits	Unsecured Loans	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	1,061.00	-	* 21847.03	22,908.03
ii) Interest due but not paid		-	3,405.14	3,405.14
iii) Interest accrued but not due		-	101.70	101.70
Total (i+ii+iii)	1,061.00	-	25,353.87	26,414.87
Change in indebtedness during the financial year				
Addition	14,635.82	-	1,800.36	16,436.18
Reduction	(1,061.00)	-	(1,577.79)	(2,638.79)
Net Change	14,635.82	-	222.57	14,858.39
Indebtedness at the end of the financial year				
i) Principal Amount	14,635.82	-	* 21847.03	36,482.85
ii) Interest due but not paid		-	3,601.21	3,601.21
iii) Interest accrued but not due		-	128.20	128.20
Total (i+ii+iii)	14,635.82	-	25,576.44	40,212.26

* Includes Preference share capital of ` 1250 lacs and accumulated Preference Dividend ` 3552.71 lacs, classified as borrowing under Ind AS.

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

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

(Amount in `)

S. No	Particulars of Remuneration	S R Ramakrishnan Whole time Director
1	Gross Salary:	
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	71,24,400
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	21,600
	(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	71,46,000
	Ceiling as per the Act	1,20,00,000



B. Remuneration to other Directors:

Sl. No	Name of the Director	Fee for attending Board / committee meetings (Amt. in `)	Commission	Others
Independent Directors				
1	Mr B Narendran	2,50,000	0.00	0.00
2	Mr S Shankar	1,50,000	0.00	0.00
3	Brig (Retd) Harish Chandra Chawla	2,50,000	0.00	0.00
4	Mrs Sashikala Srikanth	2,50,000	0.00	0.00
5	Mr Sumanjit Chaudhry	2,50,000	0.00	0.00
6	S Radhakrishnan	2,50,000	0.00	0.00
Other Non Executive Directors				
7	Mr T K Arun	2,50,000	0.00	0.00
8	Mr B Elangovan	2,00,000	0.00	0.00
9	Mr S Visakan IAS	1,50,000	0.00	0.00
10	Mr Arun Roy IAS	--	0.00	0.00
11	Mr Ashwin C Muthiah	2,50,000	0.00	0.00
	Total	22,50,000	0.00	0.00

Sitting fee is not paid to Directors for attending Meetings of Committees of the Board

C. Remuneration to other Directors, Key Managerial Personnel other than MD/MANAGER/WTD:

(Amount in `)

S. No	Particulars of Remuneration	Key Managerial Personnel		
		CS	CFO	Total
1	Gross Salary:			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	16,50,000	72,60,000	89,10,000
	(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	16,50,000	72,60,000	89,10,000

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

There were no penalties, punishment or compounding of offences during the Financial Year ended 31st March 2019.

For and on behalf of the Board of Directors

ASHWIN C MUTHIAH

(DIN:00255679)

Chairman

Place : Chennai

Date : 23 May 2019