

**ANNEXURE-II**

**Form No. MGT-9**  
**EXTRACT OF ANNUAL RETURN**  
(as on the financial year ended on 31<sup>st</sup> March, 2020)

[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:**

CIN : L31900DL2009PLC195174

Registration Date : 13-10-2009

Name of the Company : **Wonder Fibromats Limited**  
(Formally Known as Wonder Fibromats Pvt. Ltd.)

Category / Sub-Category of the Company : Company Limited by Shares/  
Indian Non-Government Company

Address of the Registered Office and contact details : 45, Ground Floor, Phase-III,  
Okhla Industrial Estate,  
New Delhi-110020

Whether listed company : Yes

Name, Address and contact details of Registrar & Transfer Agents (RTA), if any : KFin Technologies Pvt. Ltd.  
CIN: U72400TG2017PTC117649  
Karvy Selenium Tower B,  
Plot number 31 & 32,  
Financial District Gachibowli,  
Hyderabad-500 032  
Contact No.+91-4067161595  
Email: umeshpandey@kfintech.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: -

Sl. No.	Name and Description of main products/services	NIC Code of the Product/ service	% to total turnover of the company
1.	Manufacturing of electrical Machinery and Apparatus	31	99.82%

**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
1.	NONE				

**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				%Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoters</b>									
<b>(1) Indian</b>									
a) Individual/ HUF	60,12,900	Nil	60,12,900	97.75	6012900	Nil	6012900	71.79	(25.96)
b) Central Govt.	-	-	-	-	-	-	-	-	-
c) State Govt.(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	-	-	-	-	-	-	-	-	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
<b>Sub-total (A)(1):-</b>	<b>60,12,900</b>	<b>Nil</b>	<b>60,12,900</b>	<b>97.75</b>	<b>6012900</b>	<b>NIL</b>	<b>6012900</b>	<b>71.79</b>	<b>(25.96)</b>
<b>(2) Foreign</b>									
(a)NRIs-Individuals	-	-	-	-	-	-	-	-	-
(b) Other-Individuals	-	-	-	-	-	-	-	-	-
(c)Bodies Corporate	-	-	-	-	-	-	-	-	-
(d)Banks/FI	-	-	-	-	-	-	-	-	-
(e)Any Other	-	-	-	-	-	-	-	-	-
<b>Sub-total (A)(2):-</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>
Total Shareholding of Promoter (A) = (A)(1) + (A)(2)	6012900	Nil	6012900	97.75	6012900	Nil	6012900	71.79	(25.96)
<b>B. Public Shareholding</b>									
<b>1. Institutions</b>									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-

f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) Foreign Portfolio Investor	Nil	Nil	Nil	Nil	774400	Nil	774400	9.25	9.25
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others(specify)	-	-	-	-	-	-	-	-	-
<b>Sub-total (B)(1):-</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>774400</b>	<b>Nil</b>	<b>774400</b>	<b>9.25</b>	<b>9.25</b>
<b>2. Non-Institutions</b>									
a) Bodies Corp.	138600	Nil	138600	2.25	1116200	Nil	1116200	13.33	11.07
i) Indian	-	-	-	-	-	-	-	-	-
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	-	-	-	-	292800	0	292800	3.50	3.50
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	6012900	0	6012900	97.75	176000	0	176000	2.10	(95.65)
c) Others (specify)									
- Non-Resident Indians	Nil	Nil	Nil	Nil	3200	Nil	3200	0.04	0.04
<b>Sub-total (B)(2): -</b>	<b>6151500</b>	<b>Nil</b>	<b>6151500</b>	<b>100.00</b>	<b>1588200</b>	<b>Nil</b>	<b>1588200</b>	<b>18.96</b>	<b>(81.04)</b>
<b>Total Public Shareholding (B)=(B)(1) + (B)(2)</b>	<b>6151500</b>	<b>Nil</b>	<b>6151500</b>	<b>100.00</b>	<b>2362600</b>	<b>Nil</b>	<b>2362600</b>	<b>28.21</b>	<b>(71.79)</b>
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>
<b>Grand Total (A+B+C)</b>	<b>6151500</b>	<b>Nil</b>	<b>6151500</b>	<b>100</b>	<b>8375500</b>	<b>Nil</b>	<b>8375500</b>	<b>100.00</b>	<b>-</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	% of Shares Pledged /	No. of Shares	% of total Shares of the company	% of Shares Pledged /	

			compan y	encum bered to total shares			encumb ered to total shares	
1.	Mr. Yogesh Anand	987,300	16.05%	Nil	987,300	11.79%	Nil	(4.26)
2.	Mr. Yogesh Sahni	588,300	9.56%	Nil	588,300	7.02%	Nil	(2.54)
3.	Mr. Harsh Kumar Anand	978,300	15.90%	Nil	978,300	11.68%	Nil	(4.22)
4.	Mr. Jatin Anand	10,20,000	16.58%	Nil	10,20,000	12.18%	Nil	(4.4)
5.	Mr. Rohit Anand	512,250	8.33%	Nil	512,250	6.12%	Nil	(2.21)
6.	Mr. Karan Anand	512,250	8.33%	Nil	512,250	6.12%	Nil	(2.21)
7.	Mr. Siddhant Sahni	615,000	10%	Nil	615,000	7.34%	Nil	(2.66)
8.	Ms. Neerja Sahni	492000	8%	Nil	492000	5.87%	Nil	(2.13)
9.	Mr. Samarth Sahni	307500	5%	Nil	307500	3.67%	Nil	(1.33)

**iii. Change in Promoters' Shareholding:**

*(Please specify, if there is no change)*

Sl. No.	Particulars	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.					
	At the beginning of the year	6012900	97.75	6012900	97.75
	*Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	N. A	N.A.	N.A.	N.A.
	At the end of the year	6012900	71.79*	6012900	71.79*

*\*Note- On 6<sup>th</sup> August 2019- Company issued 22,24,000 equity shares of Rs.10 each at an issue price of 89 per share by way of Initial public Offer due to which % of shareholding of promoters got diluted at the end of the year.*

**iv. Shareholding Pattern of top ten Shareholders:**

*(other than Directors, Promoters and Holders of GDRs and ADRs):*

Sl. no	Name of Shareholder	Shareholding at the beginning of the year		Transactions During the year			Cumulative shareholding during the year	
		No. of shares	% of total shares of the	Date of Transaction	Reason	No. of Shares	No. of shares	% of total shares of

**Wonder Fibromats Limited**  
**ELEVENTH ANNUAL REPORT 2019-2020**

Annexure to Directors' Report

			company					the company
1.	Vespera Fund Limited							
				04/08/2019	IPO Allotment	774400	774400	9.25
	At the end of the year						774400	9.25
2.	Bhaijee Portfolio Ltd.							
				04/08/2019	IPO Allotment	112000	112000	1.34
				09/08/2019	Transfer	152000	264000	3.15
				16/08/2019	Transfer	20800	284800	3.40
				23/08/2019	Transfer	14400	299200	3.57
				30/08/2019	Transfer	1600	300800	3.59
				20/09/2019	Transfer	3200	304000	3.63
				27/09/2019	Transfer	1600	305600	3.65
				04/10/2019	Transfer	3200	308800	3.69
				11/10/2019	Transfer	-6400	302400	3.61
				18/10/2019	Transfer	1600	304000	3.63
				01/11/2019	Transfer	9600	313600	3.74
				22/11/2019	Transfer	4800	318400	3.80
				29/11/2019	Transfer	68800	387200	4.62
				13/12/2019	Transfer	3200	390400	4.66
				27/12/2019	Transfer	22400	412800	4.93
				24/01/2020	Transfer	1600	414400	4.95
				06/03/2020	Transfer	3200	417600	4.99
				20/03/2020	Transfer	9600	427200	5.10
				27/03/2020	Transfer	11200	438400	5.23
				31/03/2020	Transfer	3200	441600	5.27
	At the end of the year						441600	5.27
3.	Bhaijee Commodities Pvt. Ltd.							
				04/08/2019	IPO Allotment	300800	300800	3.59
	At the end of the year						300800	3.59
4.	Kanipakam Education Pvt. Ltd.							
				04/08/2019	IPO Allotment	83200	83200	0.99
				16/08/2019	Transfer	126400	209600	2.50
				22/11/2019	Transfer	-30400	179200	2.14
				06/03/2020	Transfer	-179200	0	0.00
				27/03/2020	Transfer	168000	168000	2.01
	At the end of the year						168000	2.01

5.	Mediment Global Tour and Travels Services LLP	138600	2.25	No change	-	-	138600	1.65
6.	Achintya Commodities Pvt. Ltd.							
				06/12/2019	Transfer	25600	25600	0.31
				20/12/2019	Transfer	1600	27200	0.32
				17/01/2020	Transfer	3200	30400	0.36
				28/02/2020	Transfer	6400	36800	0.44
				06/03/2020	Transfer	3200	40000	0.48
	At the end of the year						40000	0.48
7.	Aakash Kansal							
				22/11/2019	Transfer	17600	17600	0.21
				29/11/2019	Transfer	17600	35200	0.42
	At the end of the year						35200	0.42
8.	Kush Rakesh Kumar Gupta							
				20/09/2019	Transfer	131200	131200	1.57
				08/11/2019	Transfer	-6400	124800	1.49
				22/11/2019	Transfer	-16000	108800	1.30
				29/11/2019	Transfer	-80000	28800	0.34
				17/01/2020	Transfer	-1600	27200	0.32
	At the end of the year						27200	0.32
9.	Shailendra Bhaiya							
				30/08/2019	Transfer	25600	25600	0.31
	At the end of the year						25600	0.31
10.	Priyesh Gangwal HUF							
				04/08/2019	IPO Allotment	24000	24000	0.29
	At the end of the year						24000	0.29

**v. Shareholding of Directors and Key Managerial Personnel:**

Sl. No.	For Each of the Directors and Key Managerial Personnel	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	<b>Mr. Yogesh Anand</b>				
	At the beginning of the year	987300	16.05	987300	16.05

	*Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	-	-	-	-
	At the end of the year	987300	11.79*	987300	11.79*
2	<b>Mr. Harsh Kumar Anand</b>				
	At the beginning of the year	978300	15.90	978300	15.90
	*Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	-	-	-	-
	At the end of the year	978300	11.68*	978300	11.68*
3	<b>Mr. Yogesh Sahni</b>				
	At the beginning of the year	588300	9.56	588300	9.56
	*Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	-	-	-	-
	At the end of the year	588300	7.02*	588300	7.02*
4	<b>Mr. Jatin Anand</b>				
	At the beginning of the year	1020000	16.58	1020000	16.58
	*Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	-	-	-	-
	At the end of the year	1020000	12.18*	1020000	12.18*
5	<b>Mr. Karan Anand</b>				
	At the beginning of the year	512250	8.33	512250	8.33
	*Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	-	-	-	-
	At the end of the year	512250	6.12*	512250	6.12*
6	<b>Mr. Rohit Anand</b>				
	At the beginning of the year	512250	8.33	512250	8.33
	*Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	-	-	-	-
	At the end of the year	512250	6.12*	512250	6.12*
7	<b>Mr. Siddhant Sahni</b>				
	At the beginning of the year	615000	10.00	615000	10.00
	*Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	-	-	-	-
	At the end of the year	615000	7.34*	615000	7.34*
8	<b>Mr. Neerja Sahni</b>				
	At the beginning of the year	492000	8.00	492000	8.00
	*Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	-	-	-	-



At the end of the year	492000	7.34*	492000	7.34*
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*\*Note- On 6<sup>th</sup> August 2019- Company issued 22,24,000 equity shares of Rs.10 each at an issue price of 89 per share by way of Initial public Offer due to which % of shareholding of promoters got diluted at the end of the year.*

**V. INDEBTEDNESS:** Indebtedness of the Company including interest Outstanding/ accrued but not due for payment.

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>	-	-	-	-
i) Principal Amount	206,766,454	257,56,000		23,25,22,454
ii) Interest due but not paid				
iii) Interest accrued but not due				
<b>Total (i+ii+iii)</b>	<b>206,766,454</b>	<b>257,56,000</b>		<b>23,25,22,454</b>
<b>Change in Indebtedness during the financial year</b>	-	-	-	-
* Addition	-	-		-
* Reduction	88,033,823	21256000	-	109289823
<b>Net Change</b>	<b>88,033,823</b>	<b>21256000</b>		-
<b>Indebtedness at the end of the financial year</b>	-	-	-	-
i) Principal Amount	118,732,631	45,00,000		<b>123,232,631</b>
ii) Interest due but not paid				
iii) Interest accrued but not due				
<b>Total (i+ii+iii)</b>	<b>118,732,631</b>	<b>45,00,000</b>		<b>123,232,631</b>

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

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

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager			Total Amount
		<b>Directors</b>	----	----	---
1	Gross salary	1.Harsh Kumar Anand- [Managing Director]			18,00,000/-
		2. Yogesh Anand			18,00,000/-
		3. Yogesh Sahni			18,00,000/-
		4. Rohit Anand			18,00,000/-
		5. Jatin Anand			18,00,000/-
		6. Siddhant Sahni			18,00,000/-



		7. Karan Anand				18,00,000/-
	(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 (A)					12,600,000

**B. Remuneration to other directors: NIL**

Sl.No.	Particulars of Remuneration	Name of Directors				Total Amount
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1	Independent Directors					
	Fee for attending board committee meetings					
	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)					
	Total Managerial Remuneration					
	Overall Ceiling as per the Act					

**C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD**

Sl.No.	Particulars of Remuneration	Key Managerial Personnel			
		Nikita Aggarwal (CS)*	Kripank Kumar Singh (CS)**	CFO	Total
1	Gross salary:				

	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	67,500	111,880	Nil	179,380
	(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	-	-	-	-
	<b>Total</b>	<b>67,500</b>	<b>111,880</b>	<b>Nil</b>	<b>179,380</b>

\* Resigned w.e.f 16<sup>th</sup> August, 2019

\*\* Appointed w.e.f. 12<sup>th</sup> November 2019

## VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

There were no penalties/ punishments/ compounding of offences for breach of any Section of Companies Act against the Company or its Directors or other officers in default, if any, during the year.

**For and on behalf of the Board of Directors**  
**Wonder Fibromats Limited**

**Harsh Kumar Anand**  
**Chairman & Managing Director**  
**(DIN: 00312438)**

Place: New Delhi

Date: August 18, 2020

W O N D E R  
F I B R O M A T S L T D .