

**FORM NO.MGT-9**  
**EXTRACT OF ANNUAL RETURN AS ON THE FINANCIAL YEAR ENDED 31.3.2015**

*[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	L45200AP1994PLC017384
ii.	Registration Date	19-04-1994
iii.	Name of the Company	Prajay Engineers Syndicate Limited
iv.	Category/Sub-Category of the Company	Public Limited company
v.	Address of the Registered office and contact details	8-2-293/82/A, Plot No.1091, Road No. 41, Jubilee Hills, Hyderabad-500 033; Tel.: 040-66222999 Fax:040-66222966; website: www.prajayengineers.com, Email Id: investorrelations@prajayengineers.com
vi.	Whether listed company	Yes
vii.	Name, Address and Contact details of Registrar and Transfer Agent, if any	Karvy Computershare Private Limited, Karvy Selenium Tower B, Plot # 31-32, Gachibowli Financial District, Nanakramguda, Hyderabad – 500 032 Phone:040- 67161603; Website: www.karvy.com Email Id: einward.ris@karvy.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	Construction and Real Estate Development	4100	81%
2	Hospitality - Hotels and Resorts	55101	16%

**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.	<b>Prajay Holdings Private Limited</b> 1-10-63 & 64, Prajay Corporate House, Chikoti Gardens, Begumpet, Hyderabad-500016.	U51909TG2006PTC053715	Subsidiary	78.00%	
2.	<b>Prajay Properties Private Limited</b> 8-2-293/82/A, Plot No.1091, Road No.41, Near Peddamma Temple, Jubilee Hills, Hyderabad -500 033	U70102TG2007PTC053296	Associate	49.49%	
3.	<b>Genesis Capital Private Limited</b> C/o. ABAX Corporate Services Limited 6th Floor, Tower A, 1 Cyber city, Ebene, Republic of Mauritius	N.A.	Associate	50.00%	

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	Demat	Physical	Total		% of Total Shares
<b>A. Promoter</b>								
<b>1) Indian</b>								
a) Individual/ HUF	22312782	0	22312782	22312782	0	22312782	31.90	
b) Central Govt.	0	0	0	0	0	0	0	
c) State Govt.(s)	0	0	0	0	0	0	0	
d) Bodies Corp.	675236	0	675236	675236	0	675236	0.97	
e) Banks / FI	0	0	0	0	0	0	0	
f) Any Other	0	0	0	0	0	0	0	
<b>Sub-total(A)(1):</b>	<b>22988018</b>	<b>0</b>	<b>22988018</b>	<b>22988018</b>	<b>0</b>	<b>22988018</b>	<b>32.87</b>	
<b>2) Foreign</b>								
g) NRIs-Individuals	0	0	0	0	0	0	0	
h) Other-Individuals	0	0	0	0	0	0	0	
i) Bodies Corp.	0	0	0	0	0	0	0	
j) Banks / FI	0	0	0	0	0	0	0	
k) Any Other....	0	0	0	0	0	0	0	
<b>Sub-total(A)(2):</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	
<b>B. Public Shareholding</b>								
<b>1. Institutions</b>								
a) Mutual Funds	0	0	0	0	0	0	0	
b) Banks / FI	0	0	0	0	0	0	0	
c) Central Govt.	0	0	0	0	0	0	0	
d) State Govt.(s)	0	0	0	0	0	0	0	
e) Venture Capital Funds	0	0	0	0	0	0	0	
f) Insurance Companies	0	0	0	0	0	0	0	

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	Dem at	Physical	Total	% of Total Shares	
g) FIs	4139792	0	4139792	5.92	1103199	0	1103199	1.58	-4.34
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
i) Others (specify)	0	0	0	0	0	0	0	0	0
<b>Sub-total(B)(1)</b>	<b>4139792</b>	<b>0</b>	<b>4139792</b>	<b>5.92</b>	<b>1103199</b>	<b>0</b>	<b>1103199</b>	<b>1.58</b>	<b>-4.34</b>
<b>2. Non Institutions</b>									
a) Bodies Corp.									
(i) Indian	11550030	4300	11554330	16.52	11654471	4300	11659071	16.67	+0.15
(ii) Overseas									
b) Individuals									
(i) Individual shareholders holding nominal share capital upto ₹ 1 lakh	10948003	227594	11175597	15.98	11219142	226984	11446126	16.36	+0.38
(ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	9222622	299700	9522322	13.62	10580261	299700	10879961	15.56	+1.94
c) Others(Specify)	0	0	0	0	0	0	0	0	0
Clearing Members	35199	0	35199	0.05	35101	0	35101	0.05	Nil
Non Resident Indians	5283057	0	5283057	7.55	6813105	0	6813105	9.74	+2.19
HUFs	1111679	0	1111679	1.59	885413	0	885413	1.27	-0.32
Directors & Their Relatives	4124297	0	4124297	5.90	4124297	0	4124297	5.90	Nil
Trusts	1500	0	1500	0	1500	0	1500	0	Nil
Qualified Foreign Investor	0	0	0	0	0	0	0	0	0
<b>Sub-total(B)(2)</b>	<b>42276387</b>	<b>531594</b>	<b>42807981</b>	<b>61.21</b>	<b>45313590</b>	<b>530984</b>	<b>45844574</b>	<b>65.55</b>	<b>+4.34</b>
<b>Total Public Shareholding (B)=(B)(1)+ (B)(2)</b>	<b>46416179</b>	<b>531594</b>	<b>46947773</b>	<b>67.13</b>	<b>46416789</b>	<b>530984</b>	<b>46947773</b>	<b>67.13</b>	<b>Nil</b>
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	0	0	0	0	0	0	0	0	0
<b>Grand Total (A+B+C)</b>	<b>69404197</b>	<b>531594</b>	<b>69935791</b>	<b>100</b>	<b>69404807</b>	<b>530984</b>	<b>69935791</b>	<b>100</b>	<b>Nil</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.	D. Vijay Sen Reddy	12315183	17.61	18.27	12315183	17.61	18.27	Nil
2.	D. Hymavathi Reddy	8237618	11.78	8.86	8237618	11.78	8.86	Nil
3.	D. Sharmila Reddy	1759981	2.52	49.89	1759981	2.52	49.89	Nil
4.	Vijmohan Constructions Pvt. Ltd.	674936	0.96	0.00	674936	0.96	0.00	Nil
5.	Prajay Chit Fund Pvt. Ltd.	300	0.00	0.00	300	0.00	0.00	Nil
	<b>Total</b>	<b>22988018</b>	<b>32.87</b>	<b>16.78</b>	<b>22988018</b>	<b>32.87</b>	<b>16.78</b>	<b>Nil</b>

iii. Change in Promoters' shareholding (please specify, if there is no change)

Sl. No.		Shareholding at the beginning of the year		Cumulative Share holding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	22988018	32.87	There is no change in the shareholding of the promoters during the year under review.	
	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):	NIL			
	At the End of the year	22988018	32.87		

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

Sl. No.	Name	Shareholding at the beginning of the year 01.04.2014		Bought during the year	Sold during the year	Shareholding at the end of the year 31.03.2015	
		No. of shares	% of total shares of the Company			No. of shares	% of total shares of the Company
1.	Shalini Rodrigo Torbol	3496789	4.99	0	0	3496789	4.99
2.	Ultimate Money Makers India Pvt. Ltd.	3428905	4.90	0	0	3428905	4.90
3.	Claus Christian Torbol	0	0	1700000	0	1700000	2.43
4.	M Abhinav Reddy	1537000	2.20	0	0	1537000	2.20
5.	Vansh Value Realty Pvt Ltd	1500000	2.14	0	0	1500000	2.14
6.	Maplenet Technologies Pvt Ltd	1500000	2.14	0	0	1500000	2.14
7.	Vdb Projects Private Limited	1438451	2.06	0	0	1438451	2.06
8.	Ravindar Reddy Nandi	1423000	2.03	0	0	1415207	2.02
9.	Money Tree Media Ventures Pvt Ltd	1000000	1.43	0	0	1000000	1.43
10.	Clsa (Mauritius) Limited	973862	1.39	0	0	973862	1.39

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

Sl. No.	Name	Shareholding at the beginning of the year 01.04.2014		Bought during the year	Sold during the year	Shareholding at the end of the year 31.03.2015	
		No. of shares	% of total shares of the Company			No. of shares	% of total shares of the Company
1.	Sumit Sen	1468693	2.10	0	0	1468693	2.10
2.	K. Ravi Kumar	50000	0.07	0	0	50000	0.07
3.	N. Nageshwara Rao	500	0.00	0	0	500	0.00
4.	Vijay Kishore Mishra	1063034	1.52	0	0	1063034	1.52
5.	P. Bhaskara Rao	5410	0.007	0	0	5410	0.007
6.	D. Madhavi Latha	0	0	0	0	0	0

**V. INDEBTEDNESS**

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	1605363872	7607500	8395648	1621367020
ii) Interest due but not paid	212961858	-	-	212961858
iii) Interest accrued but not due	414951	-	-	414951
<b>Total(i+ii+iii)</b>	<b>1818740681</b>	<b>7607500</b>	<b>8395648</b>	<b>1834743829</b>
Change in Indebtedness during the financial year				
- Addition	-	512	-	512
- Reduction	24464004	-	1395648	25859652
Net Change	(24464004)	512	(1395648)	(25859140)
Indebtedness at the end of the financial year				
i) Principal Amount	1580899868	7608012	7000000	1595507880
ii) Interest due but not paid	449053153	-	-	449053153
iii) Interest accrued but not due	317366	-	-	317366
<b>Total (i+ii+iii)</b>	<b>2030270387</b>	<b>7608012</b>	<b>7000000</b>	<b>2044878399</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
		D. Vijay Sen Reddy-MD/ CEO	K. Ravi Kumar-WTD	Sumit Sen-WTD	
1.	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	24,00,000	18,00,000	14,40,000	56,40,000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	Nil	Nil	Nil	Nil
	(c) Profits in lieu of salary under section 17(3) of Income- tax Act, 1961	Nil	Nil	Nil	Nil
2.	Stock Option	Nil	Nil	Nil	Nil
3.	Sweat Equity				
4.	Commission - as % of profit - others, specify...	Nil	Nil	Nil	Nil
5.	Others, please specify	Nil	Nil	Nil	Nil
6.	<b>Total (A)</b>	<b>24,00,000</b>	<b>18,00,000</b>	<b>14,40,000</b>	<b>56,40,000</b>
	Ceiling as per the Act				<b>1,80,00,000</b>

**B. Remuneration to other Directors:** The Company is not paying any remuneration to other directors other than Whole Time Directors.

### C. Remuneration to Key Managerial Personnel Other Than MD / Manager / WTD

Sl. No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
1.	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	6,36,000	10,44,000	16,80,000
	(b) Value of perquisites u/s 17 (2) Income-tax Act, 1961	-	Nil	Nil	Nil
	(c) Profits in lieu of salary under section 17 (3) Income-tax Act, 1961	-	Nil	Nil	Nil
2.	Stock Option	-	Nil	Nil	Nil
3.	Sweat Equity	-			
4.	Commission - as % of profit - others, specify...	-	Nil	Nil	Nil
5.	Others, please specify	-	Nil	Nil	Nil
6.	<b>Total (A)</b>	<b>-</b>	<b>6,36,000</b>	<b>10,44,000</b>	<b>16,80,000</b>

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

There were no penalties/punishment/compounding of offences for breach of any Section of the Companies Act, 1956 / 2013 against the Company or its Directors or other Officers in Default, during the year.