

Form No. MGT-9

Extract of Annual Return as on the financial year ended on March 31, 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: L28997MH1959PLC011304
- ii. Registration Date: February 25, 1959
- iii. Name of the Company: Hawkins Cookers 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: Maker Tower F101, Cuffe Parade, Mumbai-400005
Tel: 022 - 22186607/22181605, Fax: 022-22181190
E-mail: ho@hawkinscookers.com
- vi. Whether listed company: Yes
- vii. Name, Address and Contact details of Registrar and Transfer Agent: Link Intime India Pvt. Ltd., C-101, 247 Park,
L.B.S. Marg, Vikhroli West, Mumbai 400083.
Tel: 022 - 49186270/49186000

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

Business activities contributing 10 % or more of the total turnover of the Company:

S. No.	Name and Description of Main Products/Services	NIC Code of the Product/Service	% of Total Turnover of the Company
1	Pressure Cooker	28997	80
2	Cookware	51392	17

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES: NIL.

IV. SHARE HOLDING PATTERN (Equity Share Capital Break-up 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	Demat	Physical	Total	% of Total	
A. Promoters									
(1) Indian: Individuals	25,78,904	Nil	25,78,904	48.77	25,78,904	Nil	25,78,904	48.77	0.00
(2) Foreign: NRI-Individuals	3,83,932	Nil	3,83,932	7.26	3,83,932	Nil	3,83,932	7.26	0.00
Total Shareholding of Promoter & Promoter Group	29,62,836	Nil	29,62,836	56.03	29,62,836	Nil	29,62,836	56.03	0.00
B. Public Shareholding									
(1) Institutions									
a. Mutual Funds	6,30,247	Nil	6,30,247	11.92	6,67,114	Nil	6,67,114	12.62	0.70
b. Banks/Financial Institutions	12,055	247	12,302	0.23	7,208	247	7,455	0.14	-0.09
c. Foreign Portfolio Investors	16,437	Nil	16,437	0.31	6,718	Nil	6,718	0.13	-0.18
d. Alternate Investment Funds	60,843	Nil	60,843	1.15	87,745	Nil	87,745	1.66	0.51
Sub Total	7,19,582	247	7,19,829	13.61	7,68,785	247	7,69,032	14.54	0.93
(2) Non-Institutions									
a. Indian Bodies Corporate	1,67,517	745	1,68,262	3.18	36,121	739	36,860	0.70	-2.48
b. Individuals									
i. Individual shareholders holding nominal share capital up to Rs. 1 lakh	8,50,969	1,73,258	10,24,227	19.37	9,42,170	1,40,450	10,82,620	20.47	1.10
ii. Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	2,24,302	Nil	2,24,302	4.24	2,20,695	Nil	2,20,695	4.17	-0.07
c. Clearing Members	4,719	Nil	4,719	0.09	6,919	Nil	6,919	0.13	0.04
d. NRI	76,486	Nil	76,486	1.45	69,377	Nil	69,377	1.31	-0.14
e. Trusts	314	Nil	314	0.01	658	Nil	658	0.01	0.00
f. HUF	70,758	Nil	70,758	1.34	72,725	Nil	72,725	1.38	0.04
g. Investor Education and Protection Fund	36,082	Nil	36,082	0.68	40,969	Nil	40,969	0.77	0.09
h. Foreign Portfolio Investor	Nil	Nil	Nil	Nil	24	Nil	24	0.00	0.00
i. NBFCs registered with RBI	Nil	Nil	Nil	Nil	25,100	Nil	25,100	0.47	0.47
Sub Total	14,31,147	1,74,003	16,05,150	30.36	14,14,758	1,41,189	15,55,947	29.43	-0.93
Total Public Shareholding	21,50,729	1,74,250	23,24,979	43.97	21,83,543	1,41,436	23,24,979	43.97	0.00
Grand Total (A+B)	51,13,565	1,74,250	52,87,815	100.00	51,46,379	1,41,436	52,87,815	100.00	0.00

(ii) Shareholding of Promoters

S. 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	Brahm Vasudeva	18,28,732	34.58	0.00	18,28,632	34.58	0.00	-0.01
2	Neil Vasudeva	3,80,032	7.19	0.00	3,80,032	7.19	0.00	0.00
3	Nikhil Vasudeva	3,80,032	7.19	0.00	3,80,032	7.19	0.00	0.00
4	Gitanjali V. Nevatia	1,21,792	2.30	0.00	1,21,792	2.30	0.00	0.00
5	Gayatri S. Yadav	1,21,738	2.30	0.00	1,21,738	2.30	0.00	0.00
6	Anuradha S. Khandelwal	1,21,494	2.30	0.00	1,21,494	2.30	0.00	0.00
7	Sanjana Khandelwal	2,616	0.05	0.00	2,616	0.05	0.00	0.00
8	Margot Amrit Vasudeva	1,600	0.03	0.00	1,600	0.03	0.00	0.00
9	Adya Khandelwal	1,600	0.03	0.00	1,600	0.03	0.00	0.00
10	Angelina Pallavi Vasudeva	1,400	0.03	0.00	1,400	0.03	0.00	0.00
11	Valentine Jaya Vasudeva	900	0.02	0.00	900	0.02	0.00	0.00
12	Varun Hans Vasudeva	900	0.02	0.00	1,000	0.02	0.00	11.11
	Total	29,62,836	56.03	0.00	29,62,836	56.03	0.00	0.00

(iii) Change in Promoters' Shareholding: No change.**(iv) Shareholding Pattern of the top ten Shareholders (other than Directors and Promoters)**

S. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Date	Increase in share holding	Reason	Cumulative Shareholding during the year	
		No. of Shares	% of total				No. of Shares	% of total
1	SBI Focused Equity Fund	2,50,000	4.73	01-04-2018	-	-	2,50,000	4.73
				31-03-2019	-	-	2,50,000	4.73
2	Kotak Emerging Equity Scheme	1,36,520	2.58	01-04-2018	-	-	1,36,520	2.58
				13-07-2018	-24,000	Disposed	1,12,520	2.13
				17-08-2018	-344	Disposed	1,12,176	2.12
				21-09-2018	-115	Disposed	1,12,061	2.12
				31-03-2019	-	-	1,12,061	2.12
3	Catamaran Advisors LLP	1,15,953	2.19	01-04-2018	-	-	1,15,953	2.19
				04-05-2018	-1,15,953	Disposed	0	0.00
				31-03-2019	-	-	0	0.00
4	SBI Small And Midcap Fund	1,30,000	2.46	01-04-2018	-	-	1,30,000	2.46
				31-03-2019	-	-	1,30,000	2.46
5	SBI FMCG Fund	50,300	0.95	01-04-2018	-	-	50,300	0.95
				06-07-2018	114	Acquired	50,414	0.95
				13-07-2018	24,586	Acquired	75,000	1.42
				31-03-2019	-	-	75,000	1.42
6	SBI Active Select Fund	44,745	0.85	01-04-2018	-	-	44,745	0.85
				31-03-2019	-	-	44,745	0.85

S. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Date	Increase in share holding	Reason	Cumulative Shareholding during the year	
		No. of Shares	% of total				No. of Shares	% of total
7	Kotak Midcap	39,635	0.75	01-04-2018	-	-	39,635	0.75
				11-05-2018	1,010	Acquired	40,645	0.77
				18-05-2018	1,845	Acquired	42,490	0.80
				01-06-2018	396	Acquired	42,886	0.81
				08-06-2018	3,073	Acquired	45,959	0.87
				26-10-2018	538	Acquired	46,497	0.88
				18-01-2019	1,198	Acquired	47,695	0.90
				01-02-2019	1,444	Acquired	49,139	0.93
				08-02-2019	1,560	Acquired	50,699	0.96
				15-03-2019	2,223	Acquired	52,922	1.00
				22-03-2019	1,736	Acquired	54,658	1.03
				29-03-2019	6,191	Acquired	60,849	1.15
		31-03-2019	-	-	60,849	1.15		
8	Megh Ishwer Manseta	36,250	0.69	01-04-2018	-	-	36,250	0.69
				07-12-2018	500	Acquired	36,750	0.70
				31-03-2019	-	-	36,750	0.70
9	Dolly Khanna	36,124	0.68	01-04-2018	-	-	36,124	0.68
				31-03-2019	-	-	36,124	0.68
10	Vikram Venture Capital Pvt. Ltd.	25,000	0.47	01-04-2018	-	-	25,000	0.47
				31-03-2019	-	-	25,000	0.47

Note: The above information is based on the weekly beneficiary position received from the Depositories.

(v) Shareholding of Directors and Key Managerial Personnel:

S. No.	For Each of the Directors and KMP	Shareholding at the beginning of the year		Date	Increase in share holding	Reason	Cumulative Shareholding during the year	
		No. of shares	% of total				No. of shares	% of total
1	Brahm Vasudeva (Director)	18,28,732	34.58	01-04-2018	-	-	18,28,732	34.58
				06-06-2018	-100	Gift	18,28,632	34.58
				31-03-2019	-	-	18,28,632	34.58
2	J. M. Mukhi (Director)	5,345	0.10	01-04-2018	-	-	5,345	0.10
				31-03-2019	-	-	5,345	0.10
3	Shishir K Diwanji (Director)	5,100	0.10	01-04-2018	-	-	5,100	0.10
				31-03-2019	-	-	5,100	0.10
4	Subhadip Dutta Choudhury (Vice-Chairman and Managing Director)	50	0.00	01-04-2018	-	-	50	0.00
				31-03-2019	-	-	50	0.00
5	Sudeep Yadav (Executive Director-Finance & Administration and CFO)	101	0.00	01-04-2018	-	-	101	0.00
				31-03-2019	-	-	101	0.00

V. INDEBTEDNESS (of the Company including interest outstanding/accrued but not due for payment)
Rs. lakhs

	Secured Loans	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	Nil	Nil	2509.21	2509.21
ii) Interest due but not paid	Nil	Nil	Nil	Nil
iii) Interest accrued but not due	Nil	Nil	174.79	174.79
Total (i+ii+iii)	Nil	Nil	2684.00	2684.00
Change in Indebtedness during the financial year				
Addition	249.20	Nil	592.93	842.13
Reduction	Nil	Nil	-265.19	-265.19
Net Change	249.20	Nil	327.74	576.94
Indebtedness at the end of the financial year				
i) Principal Amount	249.20	Nil	2828.48	3077.68
ii) Interest due but not paid	Nil	Nil	Nil	Nil
iii) Interest accrued but not due	Nil	Nil	183.26	183.26
Total (i+ii+iii)	249.20	Nil	3011.74	3260.94

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL
A. Remuneration to Managing Director and Whole Time Director:
Rs. lakhs

S. No.	Particulars of Remuneration	Name of MD/WTD		Total Amount
		Subhadip Dutta Choudhury	Sudeep Yadav	
1	Gross salary			
	(a) Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961	80.87	77.52	158.39
	(b) Value of perquisites under Section 17(2) of the Income Tax Act, 1961	8.11	0.96	9.07
	(c) Profits in lieu of salary under Section 17(3) of the Income Tax Act, 1961	Nil	Nil	Nil
2	Commission (calculated as a % of profit)	268.85	179.23	448.08
Total (A)		357.82	257.72	615.54
Ceiling as per the Companies Act, 2013				896.16

B. Remuneration to other directors:
Rs. lakhs

Particulars of Remuneration	Name of Directors						Total
	J. M. Mukhi	Shishir K. Diwanji	Gerson da Cunha	Gen.V. N. Sharma (Retd.)	E. A. Kshirsagar	Ravi Kant	
Independent Directors							
Board/Committee meetings attendance fee	0.75	6.00	8.00	3.75	3.25	2.25	24.00
Commission	11.13	11.13	11.13	11.13	11.13	11.13	66.75
Total (1)	11.88	17.13	19.13	14.88	14.38	13.38	90.75
Non Executive Directors	Brahm Vasudeva			Susan M. Vasudeva			
Board/Committee meetings attendance fee	2.00			1.50			3.50
Commission	11.13			11.13			22.25
Other: Fee for Advisory Services	30.57			Nil			30.57
Total (2)	43.69			12.63			56.32
Total (B)=(1+2)							147.07

Total Managerial Remuneration (A+B)*	762.61
Overall Ceiling for Directors' Remuneration as per the Companies Act, 2013	985.78

* Includes Rs. 58.07 lakhs of fees which are not subject to the Overall Ceiling as per the Companies Act, 2013.

C. Remuneration to Key Managerial Personnel other than Whole Time Directors:

S. No.	Particulars of Remuneration of the Company Secretary	Rs. lakhs
1	Gross salary	
	(a) Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961	30.50
	(b) Value of perquisites under Section 17(2) of the Income Tax Act, 1961	1.44
	(c) Profits in lieu of salary under Section 17(3) of the Income tax Act, 1961	Nil
2	Profit Performance Incentive	34.81
	Total	66.75

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