



|   |  |         |         |     |   |         |         |     |  |
|---|--|---------|---------|-----|---|---------|---------|-----|--|
| a) Individual/ HUF  |  | 2551000 | 2551000 | 100 | 0 | 3402900 | 3402900 | 100 |  |
| b) Central Govt   |  |         |         |     |   |         |         |     |  |
| c) State Govt(s)  |  |         |         |     |   |         |         |     |  |
| d) Bodies Corp  |  |         |         |     |   |         |         |     |  |
| e) Banks / FI   |  |         |         |     |   |         |         |     |  |
| f) Any Other  |  |         |         |     |   |         |         |     |  |
| Sub-total(A)(1):-   |  |         |         |     |   |         |         |     |  |
| <b>2) Foreign</b>   |  |         |         |     |   |         |         |     |  |
| g) NRIs-Individuals   |  |         |         |     |   |         |         |     |  |
| h) Other-Individuals  |  |         |         |     |   |         |         |     |  |
| i) Bodies Corp.   |  |         |         |     |   |         |         |     |  |
| j) Banks / FI   |  |         |         |     |   |         |         |     |  |
| k) Any Other....  |  |         |         |     |   |         |         |     |  |
| Sub-total(A)(2):-   |  |         |         |     |   |         |         |     |  |
| <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) FIIs   |  |         |         |     |   |         |         |     |  |
| h) Foreign Venture Capital Funds  |  |         |         |     |   |         |         |     |  |
| i) Others (specify)   |  |         |         |     |   |         |         |     |  |
| Sub-total (B)(1)  |  |         |         |     |   |         |         |     |  |
| <b>2. Non Institutions</b>  |  |         |         |     |   |         |         |     |  |
| a) Bodies Corp.<br>(i) Indian<br>(ii) Overseas  |  |         |         |     |   |         |         |     |  |
| b) Individuals<br><br>(i) Individual shareholders holding nominal share capital uptoRs. 1 lakh<br><br>(ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh |  |         |         |     |   |         |         |     |  |
| c) Others(Specify)  |  |         |         |     |   |         |         |     |  |
| Sub-total(B)(2)   |  |         |         |     |   |         |         |     |  |
| TotalPublic Shareholding<br>(B)=(B)(1)+ (B)(2)  |  |         |         |     |   |         |         |     |  |
| C.Shares heldby Custodianfor GDRs&ADRs  |  |         |         |     |   |         |         |     |  |
| GrandTotal (A+B+C)  |  | 2551000 | 2551000 | 100 | 0 | 3402900 | 3402900 | 100 |  |

ii. **Shareholding of Promoters**

| Sr. No | Shareholder's Name | Shareholding at the beginning of the year |                                  |                                  | Shareholding at the end of the year |                                  |  |   |
|--------|--------------------|---|----------------------------------|----------------------------------|-------------------------------------|----------------------------------|--|---|
|        |                    | No. of Shares                             | % of total Shares of the company | % of Shares Pledged / encumbered | No. of Shares                       | % of total Shares of the company | % of Shares Pledged / encumbered to total shares | % change in share holding during the year |
| 1.     | NITIN TALWAR       | 2178000                                   | 85.38                            |                                  | 2359900                             | 69.35                            |  |   |
| 2.     | KSHITIJ TALWAR     | 373000                                    | 14.62                            |                                  | 1043000                             | 30.65                            |  |   |

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

| Sr. no |  | 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 |
|        | At the beginning of the year   | <b>2551000</b>   | <b>100</b>                       | <b>2551000</b>                          | <b>100</b>                       |
|        | 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): | <b>23.07.2018 - 181900 SHARES ALLOTTED</b><br><b>28.03.2019 - 670000 SHARES ALLOTTED</b> |                                  |   |                                  |
|        | At the End of the year   | <b>3042900</b>   | <b>100</b>                       | <b>3042900</b>                          | <b>100</b>                       |

i. **Change in Shareholdings( Directors, KMPs)**

| SL. No. | For Each of the Directors and KMP | 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 |
|         |                                   |   |                                  |   |                                  |

|  |   |  |     |         |     |
|--|---|--|-----|---------|-----|
|  | <b>At the beginning of the year</b>   | 2551000  | 100 | 2551000 | 100 |
|  | <b>Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):</b> | 23.07.2019 - 181900 SHARES ALLOTTED<br>28.03.2019 - 670000 SHARES ALLOTTED |     |         |     |
|  | <b>At the End of the year</b>   | 3402900  | 100 | 3402900 | 100 |

#### **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                                 | -                                |                 |          |                    |
| ii) Interest due but not paid                       |                                  |                 |          |                    |
| iii) Interest accrued but not                       |                                  |                 |          |                    |
| Total(i+ii+iii)                                     |                                  |                 |          |                    |
| Change in Indebtedness during the financial year    |                                  |                 |          |                    |
| - Addition  |                                  |                 |          |                    |
| - Reduction   |                                  |                 |          |                    |
| Net Change  |                                  |                 |          |                    |
| Indebtedness at the end of the financial year       |                                  |                 |          |                    |
| i) Principal Amount                                 |                                  |                 |          |                    |
| ii) Interest due but not paid                       |                                  |                 |          |                    |
| iii) Interest accrued but not due                   |                                  |                 |          |                    |
| Total (i+ii+iii)                                    |                                  |                 |          |                    |

## 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 |
|---------|--|------------------------|--------------|
| 1.      | Gross salary<br><br>(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961<br><br>(b) Value of perquisites u/s 17(2) Income-tax Act, 1961<br><br>(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961 | NIL                    |              |
| 2.      | Stock Option   |                        |              |
| 3.      | Sweat Equity   |                        |              |
| 4.      | Commission<br>- as % of profit<br>- others, specify...   |                        |              |
| 5.      | Others, please specify   |                        |              |
| 6.      | Total (A)  |                        |              |
|         | Ceiling as per the Act   |                        |              |

### B. Remuneration to other directors:

| Sl. No. | Particulars of Remuneration   | Name of the Directors          | Total Amount         |
|---------|---|--------------------------------|----------------------|
|         | <u>Executive Directors</u><br>· Fee for attending board committee meetings<br>· Commission<br>· Others, please specify<br>Remuneration to Directors | Nitin Talwar<br>Shivani Talwar | 500000/-<br>500000/- |
|         | Total (1)   |                                | 1000000/-            |
|         | <u>Other Non-Executive Directors</u><br>· Fee for attending board committee meetings<br>· Commission<br>· Others, please specify                    |                                |                      |
|         | Total (2)   |                                | 0                    |

|  |                                |  |  |  |  |  |
|--|--------------------------------|--|--|--|--|--|
|  | Total(B)=(1+2)                 |  |  |  |  |  |
|  | Total Managerial Remuneration  |  |  |  |  |  |
|  | Overall Ceiling as per the Act |  |  |  |  |  |


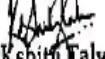
**C.RemunerationtoKeyManagerialPersonnelOtherThan MD/Manager/WTD**

| Sl. no. | Particularsof Remuneration  | KeyManagerialPersonnel |                   |     |            |
|---------|---|------------------------|-------------------|-----|------------|
|         |   | CEO                    | Company Secretary | CFO | Total      |
| 1.      | Grosssalary (a)Salaryasper provisions containedin section17(1)of theIncome-tax Act,1961 | <b>NIL</b>             |                   |     |            |
| 2.      | StockOption   |                        |                   |     |            |
| 3.      | SweatEquity   |                        |                   |     |            |
| 4.      | Commission - as%of profit -others,specify...  |                        |                   |     |            |
| 5.      | Others,please specify   |                        |                   |     |            |
| 6.      | Total   |                        |                   |     | <b>NIL</b> |

**VII. PENALTIES/PUNISHMENT/COMPOUNDINGOFFENCES:**

| 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) |
|---------------------------------|------------------------------|-------------------|--|---------------------------|-----------------------------------|
| <b>A.Company</b>                |                              |                   |  |                           |                                   |
| Penalty                         | -                            | -                 | -  | -                         | -                                 |
| Punishment                      | -                            | -                 | -  | -                         | -                                 |
| Compounding                     | -                            | --                | -  | -                         | -                                 |
| <b>B.Directors</b>              |                              |                   |  |                           |                                   |
| Penalty                         |                              |                   |  |                           |                                   |
| Punishment                      |                              |                   |  |                           |                                   |
| Compounding                     |                              |                   |  |                           |                                   |
| <b>C.OtherOfficersInDefault</b> |                              |                   |  |                           |                                   |
| Penalty                         |                              |                   |  |                           |                                   |
| Punishment                      |                              |                   |  |                           |                                   |
| Compounding                     |                              |                   |  |                           |                                   |

By order of the Board of Directors of  
TIFFANY DESIGNS PVT. LTD.

By order of the Board  
TIFFANY DESIGNS (P) LTD.  
  
Nitin Talwar  
(DIN: 06452997)  
Director  
  
Kshitij Talwar  
(DIN: 06452989)  
Director

Date: 30/06/2019  
Place: New Delhi

R/o F-1, South City-2  
Sec-50, Gurugram  
Haryana-122018

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Sec -50, Gurugram,  
Haryana-122018