

**FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN**

As on financial year ended on 31.03.2023

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.

I REGISTRATION & OTHER DETAILS

1	CIN	L45200MH1985PLC037365
2	Registration Date	03-09-1985
3	Name of the Company	TIVOLI CONSTRUCTION LIMITED
4	Category/Sub-category of the Company	Public Company Limited by Shares
5	Address of the Registered office & contact details	4th Floor, Raheja Chambers, Linking Road & Main Avenue, Santacruz – (West), Mumbai – 400 054
6	Whether listed company	Yes
7	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Satellite Corporate Services Pvt. Ltd Office no.106 & 107, Dattani Plaza, East West Compound, Andheri Kurla Road, Sakinaka- Mumbai-400072. Tel No: 022 28520461/462 Email id: service@satellitecorporate.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)

S. No.	Name and Description of main products / services	NIC Code of the Product / service	% to total turnover of the company
1	Interest From Bank	609	100.00

III Particulars of the Holding, Subsidiary & Associate Companies

Sr. No.	Name & Address of the Company	CIN / GLN	Holding / Subsidiary / Associate	% of shares held	Applicable Section
1	Victoria Investments Co. Ltd.	U67120MH1986PLC039419	Subsidiary	100%	2 (46)

IV SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

Category-wise Share Holding

	Category of Shareholders	No. of Shares held at the beginning of the year 31-March-2022					No. of Shares held at the end of the year [As on 31-March-2023]				% Change during the year
		Demat	Physical		Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A	Promoter s										
1	Indian										
	a) Individual/ HUF	1,73,330	1,08,500		2,81,830	56.37	1,73,330	1,08,500	2,81,830	56.37	-
	b) Central Govt				0	-			0	-	-
	c) State Govt(s)				0	-			0	-	-
	d) Bodies Corp.	42,400	39,700		82,100	16.42	42,400	39,700	82,100	16.42	-
	e) Banks / FI				0	-			0	-	-
	f) Any other				0	-			0	-	-
	Sub-total (A) (1):-	215730	1,48,200		3,63,930	72.79	215730	1,48,200	3,63,930	72.79	0
2	Foreign										
	a) NRIs - Individuals				0	-			0	-	-
	b) Other - Individuals				0	-			0	-	-
	c) Bodies Corp.				0	-			0	-	-
	d) Banks / FI				0	-			0	-	-
	f) Any other				0	-			0	-	-
	Sub-total (A) (2):-	0	0		0	-	0	0	0	-	0
	Total shareholding of Promoter (A) = (A)(1)+(A)+(2)	215730	1,48,200		3,63,930	72.79	215730	1,48,200	3,63,930	72.79	0
B	Public Shareholding										
1	Institutions										
	a) Mutual Funds										
	b) Banks / FI										
	c) Central Govt										
	d) State Govt(s)										
	e) Venture Capital Funds										
	f) Insurance Companies										
	g) FIs										
	h) Foreign Venture Capital Funds										
	i) Others (specify) Individual										
	Sub-total (B)(1):-	0	0		0	-	0	0	0	-	0

2	Non-Institutions									
a)	Bodies Corp.									
	i) Indian	68,900	1,400	70,300	14.06	68,900	1,400	70,300	14.06	
	ii) Overseas									
b)	Individuals									
	i) Individual shareholders holding nominal share capital upto Rs. 1 lakh		48,170	48,170	9.63		48,170	48,170	9.63	
	ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh		17,600	17,600	3.52		17,600	17,600	3.52	
c)	Others (specify)									
	Non Resident Indians									
	Overseas Corporate Bodies									
	Foreign Nationals									
	Clearing Members									
	Hindu Undivided Families									
	Foreign Bodies - D R									
	Sub-total (B)(2):-	68900	67,170	1,36,070	27.21	68900	67,170	1,36,070	27.21	0
	Total Public Shareholding (B)=(B)(1)+ (B)(2)	68900	67,170	1,36,070	27.21	68900	67,170	1,36,070	27.21	0
c)	Shares held by Custodian for GDRs & ADRs	0	0	0	-	0	0	0	-	0
	Grand Total (A+B+C)	284630	2,15,370	5,00,000	100.00	284630	2,15,370	5,00,000	100.00	0

B) Shareholding of Promoter-

SN	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding 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	MRS KAMLA WADHWA	1,23,200	24.64	0	1,23,200	24.64	0	-
2	MRS ANITA D RAHEJA	50,030	10.01	0	50,030	10.01	0	-
3	MR CHATURBHUI WADHWA	200	0.04	0	200	0.04	0	-
4	MR BHAGWANDAS S RAHEJA	10,100	2.02	0	10,100	2.02	0	-
5	BHAGWANDAS SEWARAM HUF	20,100	4.02	0	20,100	4.02	0	-
6	DR. BEHARILAL S. RAHEJA	10,100	2.02	0	10,100	2.02	0	-
7	DR. BEHARILAL SEWARAM HUF	20,100	4.02	0	20,100	4.02	0	-
8	MRS SHEELA H RAJANI	200	0.04	0	200	0.04	0	-
9	MRS SHOBHA RAJPAL	100	0.02	0	100	0.02	0	-
10	MR NARESH B AHUJA	100	0.02	0	100	0.02	0	-
11	MR RABINDER G AHUJA	100	0.02	0	100	0.02	0	-
12	MR BULCHAND G AHUJA	100	0.02	0	100	0.02	0	-
13	MRS ASHA S AHUJA	100	0.02	0	100	0.02	0	-
14	MRS SAROJ R AHUJA	100	0.02	0	100	0.02	0	-
15	MRS INDRA B AHUJA	100	0.02	0	100	0.02	0	-
16	MRS SHANTI B RAHEJA	10,100	2.02	0	10,100	2.02	0	-
17	VIJAY B RAHEJA	16,900	3.38	0	16,900	3.38	0	-
18	VIJAY B RAHEJA OF K B TRUST	20,100	4.02	0	20,100	4.02	0	-
19	SONAL PROPERTIES P LTD	15,000	3.00	0	15,000	3.00	0	-
20	BRINDABAN BUILDERS PRIVATE LIMITED	11,300	2.26	0	11,300	2.26	0	-
21	SHIRAZ BUILDERS P LTD	500	0.10	0	500	0.10	0	-
22	B S R GRIHNIRMAN P LTD	400	0.08	0	400	0.08	0	-
23	BANDRA CONSTRUCTION P LTD	600	0.12	0	600	0.12	0	-
24	BANDRA PROPERTIES P LTD	15,000	3.00	0	15,000	3.00	0	-
25	BEAU RIVAGE ESTATES P LTD	500	0.10	0	500	0.10	0	-
26	G V R BUILDERS P LTD	400	0.08	0	400	0.08	0	-
27	LAVINA ESTATES PVT LTD	400	0.08	0	400	0.08	0	-
28	LOUISIANA ESTATES P LTD	500	0.10	0	500	0.10	0	-
29	QUEENS CONSTRUCTION P LTD	400	0.08	0	400	0.08	0	-
30	RAJDEEP RAHEJA EXPORTS PVT LTD	1,500	0.30	0	1,500	0.30	0	-
31	S B R ESTATES & FINANCE P LTD	200	0.04	0	200	0.04	0	-
32	SEA SIDE PROPERTIES PVT LTD	200	0.04	0	200	0.04	0	-
33	SUNANDA CONSTRUCTION P LTD	15,000	3.00	0	15,000	3.00	0	-
34	VIJAY RAHEJA BUILDERS P LTD	10,000	2.00	0	10,000	2.00	0	-
35	PEBBLE BAY DEVELOPERS P LIMITED	10,200	2.04	0	10,200	2.04	0	-
	Total	3,63,930	72.79	0	3,63,930	72.79	0	-

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

SN	Particulars	Date of change	Shareholding at the beginning of the year			Change	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		3,63,930		72.79	-	3,63,930	72.79
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g allotment /transfer / bonus/ sweat equity etc.)							
	At the end of the year		3,63,930		72.79	-	3,63,930	72.79

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

SN	For Each of the Top 10 Shareholders	Date	Shareholding at the beginning of the year			Reason for Change	Cumulative Shareholding during the year	
			No. of shares		% of total shares of the company		No. of shares	% of total shares of the company
1	Progressive Star Finance Private Limited		68,900		13.78	-	68,900	13.78
2	Mrs. Savitri P. Bajaj		17,600		3.52	-	17,600	3.52
3	Shefali Ajinkya		1,000		0.20	-	1,000	0.20
4	Mahesh Hinduja		1,000		0.20	-	1,000	0.20
5	Harikishan Hinduja		1,000		0.20	-	1,000	0.20
6	Maya Hinduja		1,000		0.20	-	1,000	0.20
7	Ravina Hinduja		1,000		0.20	-	1,000	0.20
8	Brahma Dutt Mittal		800		0.16	-	800	0.16
9	Parmeshwar Mittal		800		0.16	-	800	0.16
10	Shankarlal Mittal		800		0.16	-	800	0.16
11	Rajendra Mittal		800		0.16	-	800	0.16
12	Vishwanath Mittal		800		0.16	-	800	0.16
13	Maliram Mittal		800		0.16	-	800	0.16
14	Ramesh Mittal		800		0.16	-	800	0.16
15	Omprakash Mittal		800		0.16	-	800	0.16
16	Govindram Mittal		800		0.16	-	800	0.16
17	Mahendrakumar Mittal		800		0.16	-	800	0.16

E) Shareholding of Directors and Key Managerial Personnel:

SN	Shareholding of Directors and Key Managerial Personnel:	Date	Shareholding at the beginning of the year			Change	Cumulative Shareholding during the year	
			No. of shares		% of total shares of the company		No. of shares	% of total shares of the company
1	Bulchand Ahuja		100		0.02	-	100	0.02
2	Sagar Rupani		-		-	-	-	-
3	Rakesh Desai		-		-	-	-	-
4	Anita Raheja		50,030		10.01	-	50,030	10.01
5	Pinal Parekh		-		-	-	-	-
	Total of all Directors/KMP at the end of the year		50,130		10.03	-	50,130	10.03

V) **INDEBTEDNESS** -Indebtedness of the Company including interest outstanding/accrued but not due for payment.

NIL

	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 due					
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:

NIL

SN	Particulars of Remuneration	Name of MD/WTD/ Manager				Total Amount
		---	---	---	---	
	Gross salary	NIL				NIL
1	(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)	NIL				NIL
	Ceiling as per the Act					

B. Remuneration to other directors

SN	Particulars of Remuneration	Name of Directors				Total Amount
	Independent Directors	Rakesh Desai	Sagar Rupani			
1	Fee for attending board committee meetings	1,250.00	1,250.00			2,500.00
	Commission					
	Others, please specify					
	Total (1)	1,250.00	1,250.00			2,500.00
	Other Non-Executive Directors			Bulchand Ahuja	Anita Raheja	
2	Fee for attending board committee meetings			250.00	1,250.00	1,500.00
	Commission					
	Others, please specify					
	Total (2)	-		250.00	1,250.00	1,500.00
	Total (B)=(1+2)	1,250.00	1,250.00	250.00	1,250.00	4,000.00
	Total Managerial Remuneration					
	Overall Ceiling as per the Act					

C REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

SN	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CS	CFO	Total
1	Name		Pinal Parekh		
	Gross salary		3,60,000	Nil	3,60,000
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961		Nil	Nil	Nil
	(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		Nil	Nil	Nil
4	Commission		Nil	Nil	Nil
	- as % of profit		Nil	Nil	Nil
5	others specify...		Nil	Nil	Nil
	Others, please specify		Nil	Nil	Nil
	Total		3,60,000	Nil	3,60,000

VII PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

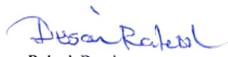
NIL

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)
A COMPANY					
Penalty					
Punishment					
Compounding					
B DIRECTORS					
Penalty					
Punishment					
Compounding					
C OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment					
Compounding					

For and on behalf of the Board of Directors of
TIVOLI CONSTRUCTION LTD


Anita Raheja

Director
DIN:00306794



Rakesh Desai
Director
DIN: 00152982

MUMBAI

Dated : 06 SEP 2023