

FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN

As on financial year ended on 31.03.2024

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	809	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 [As on 31-March-2023]				No. of Shares held at the end of the year [As on 31-March-2024]				% 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	1,83,430	78,300	2,61,730	52.35	4.02
	b) Central Govt			0	-			0	-	-
	c) State Govt(s)			0	-			0	-	-
	d) Bodies Corp.	42,400	39,700	82,100	16.42	26,900	39,700	66,600	13.32	3.10
	e) Banks / FI			0	-			0	-	-
	f) Any other			0	-			0	-	-
	Sub-total (A) (1):-	215730	1,48,200	3,63,930	72.79	210330	118000	3,28,330	65.67	7.12
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	210330	118000	3,28,330	65.67	7.12
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	1,04,500	1400	1,05,900	21.18		
	ii) Overseas										
b)	Individuals										
	i) Individual shareholders holding nominal share capital upto Rs. 1 lakh		48,170	48,170	9.63		48170	48,170	9.63		
	ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh		17,600	17,600	3.52		17600	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	104500	67170	1,71,670	34.33	0	
	Total Public Shareholding (B)=(B)(1)+ (B)(2)	68900	67,170	1,36,070	27.21	104500	67170	1,71,670	34.33	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	314830	185170	5,00,000	100.00	7.12	

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	1,33,300	26.66	0	2.02
2	MRS ANITA D RAHEJA	50,030	10.01	0	50,030	10.01	0	-
3	MR. CHATURBHUUJ 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	-	-	0	(2.02)
7	DR. BEHARILAL SEWARAM HUF	20,100	4.02	0	-	-	0	(4.02)
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	-	-	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	-	-	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	3,28,330	65.67	0	(4.02)

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.):							
	MRS KAMLA WADHWA	26-02-2024	10,100		2.02	Transmission		
	DR. BEHARILAL S. RAHEJA	26-02-2024	10,100		2.02	Transmission		
	DR. BEHARILAL SEWARAM HUF	07-02-2024	20,100		4.02	Disposal		
	SONAL PROPERTIES P LTD	07-02-2024	15,000		3	Disposal		
	SHIRAZ BUILDERS Pvt LTD	07-02-2024	500		0.10	Disposal		
	At the end of the year		3,28,330		65.67	-	3,28,330	65.67

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	Purchase	1,04,500	21
2	Mrs. Savitri P. Bajaj		17,600		3.52	-	17,600	4
3	Shefali Ajinkya		1,000		0.20	-	1,000	0
4	Mahesh Hinduja		1,000		0.20	-	1,000	0
5	Harikishan Hinduja		1,000		0.20	-	1,000	0
6	Maya Hinduja		1,000		0.20	-	1,000	0
7	Ravina Hinduja		1,000		0.20	-	1,000	0
8	Bhrahma Dutt Mittal		800		0.16	-	800	0
9	Parmeshwar Mittal		800		0.16	-	800	0
10	Shankarlal Mittal		800		0.16	-	800	0

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
2	Sagar Rupani		-		-	-	-	-
3	Rakesh Desai		-		-	-	-	0
4	Anita Raheja		50,030		10.01	-	50,030	10
5	Pinal Parekh		-		-	-	-	-
	Total of all Directors/KMP at the end of the year		50,130		10.03	-	50,130	10

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			-	1,250.00
	Commission				
	Others, please specify				
	Total (2)	-	-	1,250.00	1,250.00
	Total (B)=(1+2)	1,250.00	1,250.00	-	1,250.00
	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
	Name		Pinal Parekh		
1	Gross salary		2,70,000	Nil	
	(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
	others, specify...		Nil	Nil	Nil
5	Others, please specify		Nil	Nil	Nil
	Total		2,70,000	Nil	

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

Anita Raheja
Director
DIN:00306794

Desai Rakesh

Rakesh Desai
Director
DIN: 00152982

MUMBAI

Dated : 30th August, 2024