Annexure-D

FORM NO. MGT-9

Extracts of Annual Return as on Financial Year ended March 31, 2019

[Pursuant to Section 92(3) of Companies Act, 2013 and Rule 12(1) of Companies (Management and Administration) Rules, 2014]

I. Registration and Other Details:

•						
1.	Corporate Identification No.(CIN)	L23203MH2008PLC267060				
2.	Registration Date	July 17, 2008				
3.	Name of the Company	Gulf Oil Lubricants India Limited				
4.	Category / sub-category of the Company	Company Limited by share / Indian Non-government Company				
5.	Address of the Registered Office and	IN Centre, 49/50, 12th Road, MIDC, Andheri (East) Mumbai – 400 093,				
	Contact details	Maharashtra, India.				
		Telephone No +91-022-6648 7777				
		Fax No +91-022-2824 8232				
		Email ID – secretarial@gulfoil.co.in				
6.	Whether listed Company	Yes				
7.	Name, address & contact details of the	Mr. Shankar Reddy				
	Registrar & Share Transfer Agent, if any	Karvy Fintech Private Limited				
		Karvy Selenium Tower B, Plot 31-32				
		Ganchibowli, Financial District, Nanakramaguda, Hyderabad – 500 032				
		Email ID: - einward@karvy.com				
		Toll Free No. – 1800-3454-001				

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)

Sr. No. Name and Description of main products/ services	NIC code of the products/services	% to total turnover of the Company	
Manufacturing and selling of automotive and non automotive	19201	95.79%	
lubricants oils. Greases			

III. Particulars of Holding, Subsidiary and Associate Companies

Sr. No.	Name and Address of the Company	CIN / GLN	Holding / Subsidiary/ Associate	% of shares Held	Applicable Section
1	Gulf Oil International (Mauritius) INC	Foreign	Holding	72.73%	Section 2(46)
	c/o JurisTax Ltd, Level 3, Ebene House, Hotel Avenue,	Company	Company		
	33 Cybercity, Ebene- 72201				

IV. Shareholding Pattern (Equity Share Capital Breakup as Percentage to Total Equity

(i) Category-wise Shareholding

		No. of share	es held at the	beginning of th	e year	No. of sha	No. of shares held at the end of the year			
Cat	egory of Shareholders	Demat	Physical	Total	% to Total Shares	Demat	Physical	Total	% to Total Shares	% change during the year
A)	Promoters									
1	Indian	•	***************************************		***************************************		•			
a)	Individual/HUF	0	0	0	0.00	0	0	0	0.00	0.00
b)	Bodies Corporate	0	0	0	0.00	0	0	0	0.00	0.00
	Sub-Total (A)(1)	0	0	0	0.00	0	0	0	0.00	0.00
2	Foreign		•				•			•
a)	NRIs – Individuals	0	0	0	0.00	0	0	0	0.00	0.00
b)	Other Individuals	0	0	0	0.00	0	0	0	0.00	0.00
c)	Bodies Corporate	3,62,19,224	0	3,62,19,224	72.88	3,62,19,224	0	3,62,19,224	72.73	0.15

	-	No. of shar	es held at the	beginning of th	ne year	No. of sh	ares held at	the end of the y		% change
Cat	egory of Shareholders	Demat	Physical	Total	% to Total Shares	Demat	Physical	Total	% to Total Shares	during the year
d)	Banks / Fls	0	0	0	0.00	0	0	0	0.00	0.00
e)	Any Other	0	0	0	0.00	0	0	0	0.00	0.00
	Sub-Total (A)(2)	3,62,19,224	0	3,62,19,224	72.88	3,62,19,224	0	3,62,19,224	72.73	0.15
B)	Public Shareholding									
1	Institutions									•
a)	Mutual Funds	20,01,612	0	20,01,612	4.03	21,25,456	0	21,25,456	4.27	0.24
b)	Banks/ FI	8,08,886	120	8,09,006	1.63	6,57,444	130	6,57,574	1.32	-0.31
c)	Central Govt.	0	0	0	0.00	0.00	0	0.00	0.00	0.00
d)	State Govt.	0	1,49,490	1,49,490	0.30	0.00	0	0.00	0.00	-0.30
e)	Venture Capital Fund	0	0	0	0.00	0.00	0	0.00	0.00	0.00
f)	Insurance Companies	0	0	0	0.00	0.00	0	0.00	0.00	0.00
g)	FIIs & FPIs	44,26,440	0	44,26,440	8.91	46,17,812	0	46,17,812	9.27	0.37
h)	Foreign Venture Capital	0	0	0	0.00	0	0	0	0.00	0.00
i)	Funds Others	0	0	0	0.00	0	0	0	0.00	0.00
h)	Foreign Nationals	1,248	0	1,248	0.00	669	0	669	0.00	0.00
	Sub-Total (B)(1)	72,38,186	1,49,610	73,87,796	14.86	74,01,381	130	74,01,511	14.86	0.00
2	Non-Institutions									
a)	Bodies Corporate		•••••••••••••••••••••••••••••••••••••••	•	***************************************			•		***************************************
	i) Indian	7,28,940	18,020	7,46,960	1.50	9,46,244	17806	9,64,050	1.94	0.44
	ii) Overseas	0	0	0	0.00	0	0	0	0.00	0.00
b)	i) Individual Shareholders holding nominal Share Capital upto ₹ 1 Lakh	43,47,588	6,97,047	50,44,635	10.15	38,83,784	6,57,382	45,41,166	9.12	-1.03
	ii) Individual Shareholders holding nominal Share Capital in excess of ₹ 1 Lakh	0	1,19,688	1,19,688	0.24	2,74,295	1,19,688	3,93,983	0.79	0.55
c)	Others	***************************************						•		
	i) Clearing Members	12,499	0	12,499	0.03	107649	0	107649	0.22	0.19
	ii) Non Resident Indians	1,56,465	3,382	1,59,847	0.32	158691	3382	162073	0.33	0.00
	iii) Trusts	7,994	0	7,994	0.02	4312	0	4312	0.01	-0.01
	iv) Others	1,262	0	1,262	0.00	3304	0	3304	0.01	0.00
	Sub-Total B(2)	52,54,748	8,38,137	60,92,885	12.26	53,78,279	7,98,258	61,76,537	12.40	
	Total Public Share- holding (B)=(B) (1)+(B)(2)	1,24,92,934	9,87,747	1,34,80,681	27.12				27.27	
C)	Shares held by Custodian for GDRs & ADRs	0	0	0	0.00	0	0	0	0.00	
	(Grand Total A+B+C)	4,87,12,158	9,87,747	4,96,99,905	100.00	4,89,98,884	7,98,388.00	4,97,97,272	100.00	

(ii) Shareholding of Promoters

		Shareholding	Shareholding at the beginning of the year			Shareholding at the end of the year			
Sr. No.	Shareholder's Name	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	% change in shareholding during the year	
1	Gulf Oil International (Mauritius) Inc.*	3,62,19,224	72.88%	Nil	3,62,19,224	72.73%	Nil	0.15%	
	TOTAL	3,62,19,224	72.88%*	Nil	3,62,19,224	72.73%*	Nil	0.15%*	

^{*} During the year, there is no change in the shareholding of the promoters. The variation in the % of the total holding of the promoter is due to the increase in share capital of the Company pursuant to allotment of shares to employees under GOLIL-Employee Stock Option Scheme.

(iii) Change in Promoters' shareholding*

Sr. No.		Shareholding at of the		Cumulative Shareholding during the year		
Sr.	NO.	No of shares	% of total shares of the Company	No of shares	% of total shares of the Company	
1	At the beginning of the year	3,62,19,224	72.88%	0	0	
	Date wise increase / decrease if any with Reasons					
	Purchase/ Sale during the year	-	-	-	-	
	At the end of the year		-	3,62,19,224	72.73%*	

^{*} During the year, there is no change in the shareholding of the promoters. The variation in the % of the total holding of the promoter is due to the increase in share capital of the Company pursuant to allotment of shares to employees under GOLIL-Employee Stock Option Scheme.

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

C.,	Name of the		_	Shareholding at of the year 01		Cumulative share the year 31st	
Sr. No.	Name of the Shareholder	Date	Remark	No of shares	% of total shares of the Company	No of shares	% of total shares of the Company
1	FRANKLIN INDIA						
	SMALLER COMPANIES FUND	01-04-2018	At the be-ginning of the year	912179	1.84		
		25/05/2018	Purchase	25063	0.05	937242	1.89
		01/06/2018	Purchase	14937	0.03	952179	1.92
		08/06/2018	Purchase	5000	0.01	957179	1.93
		15/06/2018	Purchase	3190	0.00	960369	1.93
		22/06/2018	Purchase	23200	0.05	983569	1.98
		06/07/2018	Purchase	121	0.00	983690	1.98
		27/07/2018	Purchase	8314	0.02	992004	2.00
		03/08/2018	Purchase	370000	0.74	1362004	2.74
		31/08/2018	Purchase	95000	0.19	1457004	2.93
		28/09/2018	Purchase	10000	0.02	1467004	2.95
		12/10/2018	Purchase	20000	0.04	1487004	2.99
		19/10/2018	Purchase	5000	0.01	1492004	3.00
		26/10/2018	Purchase	5000	0.01	1497004	3.01
		31-03-2019	At the end of the			1497004	3.01
			year				

Sr.	Name of the	_		Shareholding at of the year 01	st April 2018	Cumulative share the year 31st	March 2019
No.	Shareholder	Date	Remark	No of shares	% of total shares of the Company	No of shares	% of total shares of the Company
2	SMALLCAP WORLD			,		,	
	FUND, INC	01-04-2018	At the be-ginning of the year	0	0.00		
		26/10/2018	Purchase	287867	0.58	287867	0.58
		02/11/2018	Purchase	4318	0.01	292185	0.59
		09/11/2018	Purchase	8284	0.01	300469	0.60
		16/11/2018	Purchase	319725	0.65	620194	1.25
		30/11/2018	Purchase	124396	0.25	744590	1.50
	***	07/12/2018	Purchase	13122	0.02	757712	1.52
	***	14/12/2018	Purchase	9503	0.02	767215	1.54
	***	21/12/2018	Purchase	6770	0.01	773985	1.55
	***	28/12/2018	Purchase	39072	0.08	813057	1.63
	***	31/12/2018	Purchase	12877	0.03	825934	1.66
		11/01/2019	Purchase	67777	0.13	893711	1.79
		18/01/2019	Purchase	1802	0.01	895513	1.80
		25/01/2019	Purchase	163127	0.33	1058640	2.13
		01/02/2019	Purchase	4160	0.00	1062800	2.13
		08/02/2019	Purchase	72479	0.15	1135279	2.28
		15/02/2019	Purchase	74362	0.15	1209641	2.43
		22/02/2019	Purchase	13566	0.03	1223207	2.46
		01/03/2019	Purchase	29585	0.06	1252792	2.52
		15/03/2019	Purchase	11030	0.02	1263822	2.54
		22/03/2019	Purchase	18719	0.04	1282541	2.58
		29/03/2019	Purchase	17796	0.03	1300337	2.61
		31-03-2019	At the end of the			1300337	2.61
			year				
3	WASATCH						
	INTERNATIONAL	01-04-2018	At the be-ginning	473886	0.95		
	OPPORTUNITIES FUND		of the year	•			
	***	20/04/2018	Purchase	103124	0.21	577010	1.16
	***	24/08/2018	Purchase	101906	0.21	678916	1.37
	***	28/09/2018	Purchase	64562	0.12	743478	1.49
	***	05/10/2018	Purchase	9701	0.02	753179	1.51
	***	11/01/2019	Sale	-86439	-0.17	666740	1.34
		31-03-2019	At the end of the			666740	1.34
			year				
4	WASATCH EMERGING						
	INDIA FUND	01-04-2018	At the be-ginning of the year	698809	1.41		
	***	27/04/2018	Purchase	7940	0.01	706749	1.42
	***	08/06/2018	Sale	-19815	-0.04	686934	1.38
	***	20/07/2018	Sale	-52251	-0.10	634683	1.28
	***	24/08/2018	Sale	-6510	-0.02	628173	1.26
	***	31/08/2018	Sale	-2528	0.00	625645	1.26
	***	21/09/2018	Sale	-4246	-0.01	621399	1.25
	***	12/10/2018	Sale	-19914	-0.04	601485	1.21
	***	23/11/2018	Sale	-3545	-0.01	597940	1.20
	***	30/11/2018	Sale	-5128	-0.01	592812	1.19
	no.	18/01/2019	Purchase	8869	0.02	601681	1.21
	no.	25/01/2019	Purchase	23015	0.04	624696	1.25
	no.	01/02/2019	Purchase	6749	0.02	631445	1.27
	no.	31-03-2019	At the end of the	•		631445	1.27
			year				

Sr.	Name of the	Date	Remark	Shareholding at of the year 01		Cumulative share the year 31st	
No.	Shareholder	Date	Kellidik	No of shares	shares of the Company	No of shares	shares of the Company
5	THE NEW INDIA						
	ASSURANCE COMPANY LIMITED	01-04-2018	At the be-ginning of the year	679258	1.37		
	***	02/11/2018	Sale	-5000	-0.02	674258	1.35
	•••	09/11/2018	Sale	-6850	-0.01	667408	1.34
	•••	16/11/2018	Sale	-6998	-0.01	660410	1.33
		23/11/2018	Sale	-10785	-0.03	649625	1.30
		14/12/2018	Sale	-15000	-0.03	634625	1.27
		21/12/2018	Sale	-13823	-0.02	620802	1.25
	•••	28/12/2018	Sale	-36768	-0.07	584034	1.17
	***	31/12/2018	Sale	-10000	-0.02	574034	1.15
		08/03/2019	Sale	-28180	-0.05	545854	1.10
		15/03/2019	Sale	-2618	-0.01	543236	1.09
		22/03/2019	Sale	-15224	-0.03	528012	1.06
		31-03-2019	At the end of the	13221	0.03	528012	1.06
		31 03 2013	year			320012	1.00
6	DESTINATIONS	01-04-2018	At the be-ginning	226676	0.46		
	EQUITY FUND	0.0.20.0	of the year		01.0		
	LQUIT FUND	20/04/2018	Purchase	48730	0.09	275406	0.55
		11/05/2018	Purchase	9457	0.02	284863	0.57
		24/08/2018	Purchase	53790	0.11	338653	0.68
	•**	28/09/2018	Purchase	37386	0.08	376039	0.76
		05/10/2018	Purchase	4361	0.00	380400	0.76
	***	11/01/2019	Purchase	101077	0.21	481477	0.97
		01/02/2019	Purchase	16874	0.03	498351	1.00
	•••	08/02/2019	Purchase	15041	0.03	513392	1.03
		31-03-2019	At the end of the	13041	0.03	513392	1.03
		31-03-2019	year			313332	1.03
7	ADITYA BIRLA SUN						
	LIFE TRUSTEE PRIVATE LIMITED A/C	01-04-2018	At the be-ginning of the year	442525	0.89		
		03/08/2018	Purchase	12500	0.03	455025	0.92
		24/08/2018	Purchase	2520	0.00	457545	0.92
	***	07/09/2018	Purchase	3600	0.01	461145	0.93
	***	16/11/2018	Purchase	600	0.00	461745	0.93
	***	14/12/2018	Purchase	9800	0.02	471545	0.95
	***	31-03-2019	At the end of the		0.02	471545	0.95
		31 03 2013	year			17 13 13	0.55
8	RELIANCE VALUE		, , , , , , , , , , , , , , , , , , , ,				
	SERVICES PRIVATE LIMITED	01-04-2018	At the be-ginning of the year	350000	0.70		
		13-04-2018	Purchase	25000	0.05	375000	0.75
	***	31-03-2019	At the end of the		0.03	375000	0.75
		31 03 2013	year			373000	0.75
9	AL MEHWAR COMMERCIAL	01-04-2018	At the be-ginning	0	0.00		
	INVESTMENTS	12/07/2010	of the year	054		054	2.22
	LLC - (WANDA)	13/07/2018	Purchase	954	0	954	0.00
		20/07/2018	Purchase	7729	0.02	8683	0.02
		27/07/2018	Purchase	110697	0.22	119380	0.24
	***	28/09/2018	Purchase	18872	0.04	138252	0.28
	***	05/10/2018	Purchase	53331	0.1	191583	0.38
	***	12/10/2018	Purchase	26770	0.04	218353	0.44
		19/10/2018	Purchase	49224	0.1	267577	0.54

	Name of the				t the beginning 1st April 2018		reholding during t March 2019
Sr. No.	Name of the Shareholder	Date	Remark	No of shares	% of total shares of the Company	No of shares	% of total shares of the Company
		08/02/2019	Purchase	23595	0.04	291172	0.58
		15/02/2019	Purchase	26917	0.06	318089	0.64
		22/02/2019	Purchase	13695	0.03	331784	0.67
		01/03/2019	Purchase	17662	0.03	349446	0.70
		08/03/2019	Purchase	9631	0.02	359077	0.72
		31-03-2019	At the end of the			359077	0.72
			year				
10	MORGAN STANLEY						
	INVESTMENT FUNDS INDIAN EQUITY FUND	01-04-2018	At the be-ginning of the year	1004482	2.02		
		20/07/2018	Sale	-34675	-0.07	969807	1.95
		05/10/2018	Sale	-119868	-0.24	849939	1.71
		12/10/2018	Sale	-60939	-0.13	789000	1.58
		19/10/2018	Sale	-365763	-0.73	423237	0.85
		23/11/2018	Sale	-109037	-0.22	314200	0.63
		01/03/2019	Sale	-29420	-0.06	284780	0.57
		31-03-2019	At the end of the year			284780	0.57

V. Shareholding of Directors and Key Managerial Personnel:

		Shareholdi beginning c		Change in shareholding (no of shares) and Reasons Increase / (Decrease)	Shareholding at the end of the year	
Sr. No.	Name of Director and KMP	No of shares	% of total shares of the Company		No of shares	% of total shares of the Company
	Directors					
-	Sanjay G. Hinduja	Nil	Nil	Nil	Nil	Nil
-	Shom A. Hinduja	Nil	Nil	Nil	Nil	Nil
-	M. S. Ramachandran	3,000	0%	Nil	3000	0%
	Ashok Kini	Nil	Nil	Nil	Nil	Nil
	Kanchan Chitale	Nil	Nil	Nil	Nil	Nil
	Ravi Chawla, Managing Director	25,600	0.05%	*11,000	36,600	0.07%
-	Key Managerial Personnel			•	*	
	Manish K. Gangwal Chief Financial Officer	721	0%	#4610	#5331	0.01%
	Vinayak Joshi Company Secretary	Nil	Nil	Nil	Nil	Nil

^{*}Change in shareholdings during the year: (i) Allotment of equity shares pursuant to "Gulf Oil Lubricants India Limited-Employees Stock Option Scheme-2015", Date of allotment and number of shares: August 7, 2018 (15,000) (ii) Sold in open market, Date of transaction and number of shares: December 14, 2018 (1000), December 21, 2018 (2000) and January 18, 2019 (1,000).

#Change in shareholding during the year: : (i) Allotment of equity shares pursuant to "Gulf Oil Lubricants India Limited-Employees Stock Option Scheme-2015", Date of allotment and number of shares: August 7, 2018 (9,000), February 13, 2019 (2,610) (ii) Sold in open market, Date of transaction and number of shares: December 21, 2018 (1000), January 18, 2019 (1,000), February 1, 2019 (5000).

VI. Indebtedness

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Particulars	Secured loans excluding deposits	Unsecured loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial ye	ear .			
i) Principal Amount	24,806.37	-	-	24,806.37
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	100.96	-	-	100.96
TOTAL OF (I+II+III)	24,907.33	-	-	24,907.33
Change in Indebtedness during the financial year				
Addition	55,595.55	-	-	55,595.55
Reduction	53,033.17	-	-	53,033.17
Net Change	3,562.38	-	-	3,562.38
Indebtedness at the end of the financial year				
i) Principal Amount	28,310.81	-	-	28,310.81
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	158.90	-	-	158.90
TOTAL OF (I+II+III)	28,469.71	-	-	28,469.71

VII. Remuneration to Directors and Key Managerial Personnel A. Remuneration to Managing Director, Whole-time Directors and/or Manager

Sr No	Particulars of Remuneration	Name of Managing Director	Whole-time Director / Manager	Total Amount ₹
		Ravi Chawla	Not applicable	
1.	Gross Salary			
	 Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 	2,15,06,384	-	2,15,06,384
	b) Value of perquisites u/s 17(2) Income-tax Act, 1961	27,08,097	-	27,08,097
	c) Profits in lieu of salary under section 17(3) Income-tax	-	-	-
2	Stock Option	74,46,750	-	74,46,750
3	Sweat Equity	-	-	-
4	Commission	=	-	-
	- As % of profit	-	-	-
	- Others - Annual Performance Pay	1,50,00,000	-	1,50,00,000
Oth	ners-Retirals	8,50,141	-	8,50,141
Tot	ial (A)	4,75,11,372	-	4,75,11,372
Cei	ling as per the Act		5% of net profit	

B. Remuneration to other Directors

					(Amount in ₹)
Sr. No.	Particulars of Remuneration		Name of Directors		Total Amount
1)	Independent Directors	M. S.	Ashok Kini	Kanchan Chitale	
		Ramachandran			
***************************************	- Fees for attending Board Committee	8,00,000	9,00,000	8,00,000	25,00,000
	meetings				
	- Commission	25,47,000	24,37,000	26,58,000	76,42,000
***************************************	- Others, please specify	-	-	_	-
***************************************	TOTAL B (1)	33,47,000	33,37,000	26,58,000	1,01,42,000
2)	Other Non-Executive Directors	Sanjay G. Hinduja	Shom A. Hinduja	-	Total
	- Fees for attending Board Committee meetings	9,25,000	5,00,000		14,25,000
***************************************	- Commission	87,50,000	11,08,000		98,58,000
***************************************	- Others, please specify	-	-	-	
***************************************	TOTAL B (2)	96,75,000	16,08,000		1,12,83,000
	Total Managerial Remuneration	₹ 1,75,00,000/- (excluding sitting fees)			
	Overall Ceiling as per the Act	1% of net profit			

C. Remuneration to Key Managerial Personnel other than Managing Director/WTD/Manager

	,		_	
		Chief Financial Officer	Company Secretary	Total
		Manish Kumar Gangwal	Vinayak Joshi	
1	Gross Salary			
	 Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 	99,06,270	40,05,732	1,39,12,002
	b) Value of perquisites u/s 17(2) Income-tax Act, 1961	39,600	-	39,600
	 Profits in lieu of salary under section 17(3) Income-tax Act, 1961 	-	-	-
2	Stock Option	57,70,390		57,70,390
3	Sweat Equity	-	-	-
4	Commission	***************************************	***************************************	
	- As % of profit	-	-	-
	- Others - Annual Performance Pay	55,00,000	5,97,000	60,97,000
5	Others-Retirals	3,05,613	1,42,884	4,48,497
	Total (C)	2,15,21,873	47,45,616	2,62,67,489

VIII. Penalties / Punishment / Compounding of Offences:

Тур	e	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	=	-	Nil	_	-
	Punishment	=	-	Nil	_	-
	Compounding	=	-	Nil	_	-
В.	Directors	=	-		_	-
	Penalty	=	-	Nil	_	-
	Punishment	=	-	Nil	_	-
	Compounding	=	-	Nil	_	-
C.	Other Officers in Default	=	-		_	-
	Penalty	-	-	Nil	-	-
	Punishment	-	-	Nil	-	-
	Compounding	-	_	Nil	_	-

For and on behalf of the Board

Sanjay G. Hinduja Chairman (DIN: 00291692)

Place: Mumbai Date: July 30,2019