

FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN
As on financial year ended on 31.03.2020
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:

i	CIN	L80101MH2006PLC163028
ii	Registration Date	10/07/2006
iii	Name of the Company	Tree House Education & Accessories Limited
iv	Category/Sub-category of the Company	Public Company / Limited by Shares
v	Address of the Registered office & contact details	101, Sapphire Plaza, Dadabhai Road, opp. CNMS School, VileParle (west) Mumbai 400056 Phone:- 7777051465 Email ID:- compliance@treehouseplaygroup.net
vi	Whether listed company	Yes
vii	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Link Intime India Private Limited C 101, 247 Park, L.B.S Marg, Vikhroli (West), Mumbai - 400083 Phone:- +91 22 25963838 Fax:- +91 22 25946969 Email ID:- rnt.helpdesk@linkintime.co.in

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

SL No	Name & Description of main products/services	NIC Code of the Product /service	% to total turnover of the company
1	Pre-primary Education Services	851	55.28%
2	Education support services	855	44.72%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING / SUBSIDIARY / ASSOCIATE
1	JT Infrastructure Private Limited 702 C, Morya House, Off New Link Road, Andheri (West), Mumbai - 400053, Maharashtra	U70102MH2007PTC167078	Associate

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

(i) Category-wise Share Holding

	No. of Shares held at the beginning of the year - 2019				No. of Shares held at the end of the year- 2020				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
(a) Individual/HUF	8690069	0	8690069	20.54	8690069	0	8690069	20.54	0.00
(b) Central Govt	0	0	0	0.00	0	0	0	0.00	0.00
(c) State Govt (s)	0	0	0	0.00	0	0	0	0.00	0.00
(d) Bodies Corp.	0	0	0	0.00	0	0	0	0.00	0.00
(e) Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
(f) Any Other....	0	0	0	0.00	0	0	0	0.00	0.00
Sub-total (A) (1):-	8690069	0	8690069	20.54	8690069	0	8690069	20.54	0.00
(2) Foreign									
(a) NRIs - Individuals	0	0	0	0	0	0	0	0	0.00
(b) Other - Individuals	0	0	0	0	0	0	0	0	0.00
(c) Bodies Corp.	0	0	0	0	0	0	0	0	0.00
(d) Banks / FI	0	0	0	0	0	0	0	0	0.00
(e) Any Other....	0	0	0	0	0	0	0	0	0.00
Sub-total (A) (2):-	0	0	0	0	0	0	0	0	0.00
Total shareholding	8690069	0	8690069	20.54	8690069	0	8690069	20.54	0.00

(i) Trusts	270400	0	270400	0.64	270400	0	270400	0.64	0.00
(ii) Hindu Undivided Family	538118	0	538118	1.27	476674	0	476674	1.13	-0.14
(iii) Non Resident Indians (Repat)	667232	0	667232	1.58	606480	0	606480	1.43	0.15
(iv) Non Resident Indians (Non Repat)	280010	0	280010	0.66	276301	0	276301	0.65	-0.01
(v) Foreign Companies	2897665	0	2897665	6.85	2897665	0	2897665	6.85	0.00
(vi) Clearing Member	489773	0	489773	1.16	43601	0	43601	0.10	1.06
(vii) Directors / Relatives	0	0	0	0	0	0	0	0.00	0.00
(vii) Any Other	7730363	0	7730363	18.27	7778752	0	7778752	18.38	-0.11
Sub-total (B)(2):-	30365223	10004	30375227	71.79	30365158	10004	30375162	71.79	2.18
Total Public Shareholding (B)=(B)(1)+(B)(2)	33610651	10004	33620655	79.46	33610651	10004	33620655	79.46	0.00
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	42300720	10004	42310724	100.00	42300720	10004	42310724	100.00	0.00

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

(ii) Shareholding of Promoters

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year- 2019			Shareholding at the end of the year - 2020			% 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	Mr. Rajesh Bhatia	5,077,169	12.00	12.00	5,077,169	12.00	12.00	0.00

2	Mrs.Geeta Bhatia	3,565,000	8.43	8.43	3,565,000	8.43	8.43	0.00
3	Mr.Girdhari Bhatia	47,900	0.11	0.00	47,900	0.11	0.00	0.00
Total		8690069	20.54	20.54	8690069	20.54	20.54	0.00

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

(iii) Change in Promoters' Shareholding

	For Each of the Promoters	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
	Mr. Rajesh Bhatia (Promoter and Chief Executive Officer)				
	At the beginning of the year	5,077,169	12.00	5,077,169	12.00
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	-	-	-	-
	At the End of the year	5,077,169	12.00	5,077,169	12.00
	Mrs.Geeta Bhatia (Promoter)				
	At the beginning of the year	3,565,000	8.43	3,565,000	8.43
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	-	-	-	-
	At the End of the year	3,565,000	8.43	3,565,000	8.43
	Mr.Girdhari Bhatia Joint Holding with Kavita Bhatia				
	At the beginning of the year	47,900	0.11	47,900	0.11
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	-	-	-	-
	At the End of the year	47,900	0.11	47,900	0.11

(IV) (iv) Shareholding pattern of top ten shareholders (other than directors, promoters and holders of GDRS and ADRS)

Sl. No	For Each of the Top 10 Shareholders	Date	Shareholding at the end 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
1	FC VI India Venture Mauritius Ltd					
	At the beginning of the year		2897665	6.85		
	Purchase(s) during the year		-	-	-	-
	Sale(s) during the year		-	-	-	-
	At the end of the year		2897665	6.85	2897665	6.85
2	Bajaj Holdings And Investment Ltd					
	At the beginning of the year		2430882	5.75		
	Purchase(s) during the year		-	-	-	-
	Sale(s) during the year		-	-	-	-
	At the end of the year		2430882	5.75	2430882	5.75
3	Polus Global Fund					
	At the beginning of the year		1726403	4.08		
	Purchase(s) during the year		-	-	-	-
	Sale(s) during the year		-	-	-	-
	At the end of the year		1726403	4.08	1726403	4.08
4	Elizabeth Mathew		1995856	4.7171		
	Purchase(s) during the year	01 Nov 2019	30000			
		03 Jan 2020	81342			
	Sale(s) during the year	27 Sep 2019	(200000)			
		11 Oct 2019	(98495)			
		18 Oct 2019	(50600)			
		25 Oct 2019	(150000)			
		08 Nov 2019	(31802)			
		15 Nov 2019	(50000)			
		22 Nov 2019	(43842)			
		10 Jan 2020	(59056)			
		17 Jan 2020	(22679)			
	At the end of the year		1400724	3.3106	1400724	3.3106
5	Greencrest Financial Services					
	At the beginning of the year		1098678	2.60		
	Purchase(s) during the year		-	-	-	-
	Sale(s) during the year		-	-	-	-
	At the end of the year		1098678	2.60	1098678	2.60
6	Arch Finance Limited					
	At the beginning of the year		1069010	2.52		
	Purchase(s) during the year					

	Sale(s) during the year	26 Jul 2019	(15010)			
	At the end of the year		1054000	2.49	1054000	2.49
7	Elara India Opportunities Fund Limited					
	At the beginning of the year		960000	2.27		
	Purchase(s) during the year		-	-	-	-
	Sale(s) during the year		-	-	-	-
	At the end of the year		960000	2.27	960000	2.27
8	Plasma Commercials Private Limited					
	At the beginning of the year	-	823847	1.95	823847	-
	Purchase(s) during the year	27 March 2020	815931	1.95	-	-
	Sale(s) during the year	20 December 2019	(815931)	-	-	-
	At the end of the year		823847	1.95	823847	1.95
9	Vincent Trading Private Limited					
	At the beginning of the year		613212	1.45	613212	
	Purchase(s) during the year		-	-	-	-
	Sale(s) during the year		-	-	-	-
	At the end of the year		613212	1.45	613212	1.45
10	Nomura Singapore Limited Odi					
	At the beginning of the year		540000	1.28		
	Purchase(s) during the year		-	-	-	-
	Sale(s) during the year		-	-	-	-
	At the end of the year		540000	1.28	540000	1.28

V. Shareholding of Directors and Key Managerial Personnel:

Sr. 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
1	Mr. Rajesh Bhatia (Chief Executive officer)				
	At the beginning of the year	5,077,169	12.00	5,077,169	12.00
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	-	-	-	-
	At the End of the year	5,077,169	12.00	5,077,169	12.00
2	Mr. Suraj Naresh Manghnani (Independent Director)				
	At the beginning of the year	50	0.00	50	0.00

	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	06/05/2019 - sold 1 share. 19/08/2019 - sold 1 share.	-	-	-	-
	At the End of the year	48	0.00	48	0.00	
3	Mr. Deepak Valecha Vijaykumar (Independent Director)					
	At the beginning of the year					
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	-	-	-	-	
	At the End of the year					
	Mr. Jugal Shah(Executive Director)					
	At the beginning of the year					
4	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	-	-	-	-	
	At the End of the year					
	Mrs. Amita Karia (Independent Director)(Resigned w.e.f. 12.03.2020)					
	At the beginning of the year					
5	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	-	-	-	-	
	At the End of the year					
	Mrs. Babita Doulatram Bhatia (Independent Woman Director)(w.e.f. 23.06.2020)					
	At the beginning of the year					
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	-	-	-	-	
	At the End of the year					
	Ms. Nidhi Kaushik Busa (Independent Woman Director)(w.e.f. 01.09.2020)					
	At the beginning of the year					
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	-	-	-	-	

8	At the End of the year				
	Mr. Milin Jagdish Ramani (Independent Director)(w.e.f. 01.09.2020)				
	At the beginning of the year				
9	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	-	-	-	-
	At the End of the year				
	Mr. Navin Kumar Bhandarada Mane (CFO)				
10	At the beginning of the year				
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	-	-	-	-
	At the End of the year				
	Guddi Bajpai (Company Secretary & Compliance Officer)				
	At the beginning of the year				
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	-	-	-	-
	At the End of the year				

VI. Indebtedness of the Company including interest outstanding/accrued but not due for payment.

					Amt. in rupees
	Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
	Indebtness at the beginning of the financial year 2019-20				
i)	Principal Amount	70,65,91,248	2,06,73,098		72,72,64,346
ii)	Interest due but not paid	9,60,706	88,99,469		98,60,175
iii)	Interest accrued but not due	0	0		0
	Toatal (i+ii+iii)	70,75,51,954	2,95,72,567	0	73,71,24,521
	Changes in Indebtness during the financial year 2019-20				
i)	Addition	-	30,98,394		30,98,394
ii)	Reduction	42,42,79,825	1,87,63,461		44,30,43,286
	Net Change	-42,42,79,825	-15,66,5067		-43,99,44,892
	Indebtness at the end of the financial year 2019-20				

i)	Principal Amount	28,32,72,129	38,09,637		28,70,81,766
ii)	Interest due but not paid	0	1,00,97,863		1,00,97,863
iii)	Interest accrued but not due	0	0		0
	Toatal (i+ii+iii)	28,32,72,129	13,907,500		29,71,79,629

VII. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

Amt. in rupees

Particulars of Remuneration	Name of MD/WTD/E D/ Manager Jugal Shah	Total Amount
Gross Salary		
(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961	12,00,000	12,00,000
(b) Value of perquisites u/s 17(2) Income Tax Act, 1961	-	-
(c) Profits in lieu of salary under	-	-
Stock Option		-
Sweat Equity	-	-
Commission	-	-
as % profit	-	-
others specify	-	-
Others, please specify	-	-
Total (A)	12,00,000	12,00,000
Celling as per the Act		

B. Remuneration to other directors:

Amt. in rupees

Sl. No	Particulars of Remuneration	Name of the Directors			Total
		Suraj Manghnani	Deepak Valecha	Amita Karia (Resigned w.e.f. 12.03.2020)	
1.	Independent Directors				
	(a) Fee for attending board and committee meetings	7,500	10,000	10,000	27,500
	(b) Commission	-	-	-	-
	(c) Others, please specify	-	-	-	-
	Director Remuneration	-	-	-	-
	Total (1)	-	-	-	
2	Other Non Executive Directors				
	(a) Fee for attending board and committee meetings				
	(b) Commission	-	-	-	-
	(c) Others, please specify.	-	-	-	-
	Total (2)	-	-	-	-
	Total (B)=(1+2)	7,500	10,000	10,000	27,500
	Total Managerial Remuneration	7,500	10,000	10,000	27,500
	Overall Cieling as per the Act.				

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

Amt. in rupees

Particulars of Remuneration	Key Managerial Personnel			
Gross Salary	Company Secretary	CEO	CFO	Total
(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.	4,64,000	24,00,000	26,70,000	55,34,000
(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	-	-	-	-
(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	-	-	-	-
Stock Option	-	-	-	-
Sweat Equity	-	-	-	-
Commission				
as % of profit	-	-	-	-
others, specify	-	-	-	-
Others, please specify	-	-	-	-
Total	4,64,000	24,00,000	26,70,000	55,34,000

VIII.PENALTIES/PUNISHMENT/COMPPOUNDING OF OFFENCES

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 Tree House Education & Accessories Limited

**Sd/-
Jugal Shah
Executive Director
(DIN: 08334114)**

**Sd/-
Deepak Valecha
Independent Director
(DIN: 07736480)**