

SWEET DREAMS

ANNEXURE TO DIRECTORS REPORT

FORM NO. MGT 9 - EXTRACT OF ANNUAL RETURN AS ON THE PERIOD ENDED ON 31ST MARCH 2024

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

I. REGISTRATION & OTHER DETAILS:

1.	CIN	U52520GJ2004PLC056076
2.	Registration Date	14/05/2004
3.	Name of the Company	S D RETAIL LIMITED
4.	Category/Sub-category of the Company	Company limited by shares
5.	Address of the Registered office & contact details	C-929, STRATUM AT VENUS GROUND, NR. JHANSI KI RANI STATUE, NEHRUNAGAR, AHMEDABAD- 380006, GUJARAT, INDIA
6.	Whether listed company (Yes / No)	No
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	KFIN TECHNOLOGIES LIMITED SELENIUM TOWER-B, PLOT 31 & 32, GACHIBOWLI, FINANCIAL DISTRICT, NANAKRAMGUDA, SERILINGAMPALLY, HYDERABAD – 500032, TELANGANA

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 Product / Service	% to total turnover of the company
1.	Manufacturing (Readymade Garment mfg. sale)	14101	46%
2.	Trading (Readymade Garment Resale)	46411	54%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name and Address of the Company	CIN/GLN	Holding / Subsidiary / Associate	% of shares held as at the end of the period	Applicable Section
Note: The Company does not have any holding, subsidiaries or associate companies.					



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IV. SHARE HOLDING PATTERN (equity share capital breakup as percentage of total equity)

(i) Category-wise shareholding

Category of Shareholders	No. of shares held at the beginning of the period				No. of shares held at the end of the period				% Change during the period
	Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	-	360000	360000	57.55	-	720000	720000	57.55	-
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	-	196063	196063	31.34	-	392126	392126	31.34	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
Sub-total (A)(1)	-	556063	556063	88.89	-	1112126	1112126	88.89	-
(2) Foreign									
a) NRIs – Individuals	-	-	-	-	-	-	-	-	-
b) Other – Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks / FI	-	-	-	-	-	-	-	-	-
e) Any other	-	-	-	-	-	-	-	-	-
Sub-total (A)(2)	-	-	-	-	-	-	-	-	-
Total shareholding of Promoter [(A) = (A)(1) + (A)(2)]	-	556063	556063	88.89	-	1112126	1112126	88.89	-
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-



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Category of Shareholders	No. of shares held at the beginning of the period				No. of shares held at the end of the period				% Change during the period
	Dem at	Physical	Total	% of total shares	De mat	Physical	Total	% of total shares	
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1)	-	-	-	-	-	-	-	-	-
2. Non-Institutions									
a) Bodies Corp.	-	-	-	-	-	-	-	-	-
i) Indian	-	69500	69500	11.11	-	139000	139000	11.11	-
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals	-	-	-	-	-	-	-	-	-
i) Individual shareholders holding nominal share capital upto Rs.1 Lac	-	-	-	-	-	-	-	-	-
ii) Individual shareholders holding nominal share capital in excess of Rs.1 Lac	-	-	-	-	-	-	-	-	-
c) Others- (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(2)	-	69500	69500	11.11	-	139000	139000	11.11	-
Total Public Shareholding [(B) = (B)(1)+ (B)(2)]	-	-	-	-	-	-	-	-	-
C. Shares held	-	-	-	-	-	-	-	-	-



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Category of Shareholders	No. of shares held at the beginning of the period				No. of shares held at the end of the period				% Change during the period
	Dem at	Physical	Total	% of total shares	De mat	Physica l	Total	% of total shares	
by Custodian for GDRs & ADRs									
Grand Total (A+B+C)	-	625563	625563	100	-	1251126	1251126	100	-

(ii) Shareholding of Promoters

Sr. No.	Name of the Promoter	Shareholding at the beginning of the period			Shareholding at the end of the period			ch
		No. of shares	% of total shares of the company	% of shares Pledge/encumbered to total shares	No. of shares	% of total shares of the company	% of shares Pledged/encumbered to total shares	
1.	Hitesh Ruparelia	215960	34.52	-	431920	34.52	-	
2.	Utpal Ruparelia	143980	23.02	-	287960	23.02	-	
3.	Pravin Ruparelia	10	0.002	-	20	0.002	-	
4.	Mina Ruparelia	10	0.002	-	20	0.002	-	
5.	Hina Ruparelia	10	0.002	-	20	0.002	-	
6.	Kashmira Ruparelia	10	0.002	-	20	0.002	-	
7.	Utpal P. Ruparelia - HUF	10	0.002	-	20	0.002	-	
8.	Hitesh P. Ruparelia - HUF	10	0.002	-	20	0.002	-	
9.	Sweet Dreams Loungewear (India) LLP (Formerly known as Sweet dreams Loungewear (India) Private Limited	65000	10.39	-	130000	10.39	-	
10.	Grace Garments LLP (Formerly Known as Grace Garments Limited)	97142	15.53	-	194284	15.53	-	



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11.	SD Fashions LLP (Formerly known as SD Fashions Private Limited)	8571	1.37	-	17142	1.37	-
12.	Shaligram Apparels LLP (Formerly Known as Shaligram Apparels Private Limited)	25350	4.05	-	50700	4.05	-
	Total	556063	88.89	-	1112126	88.89	-

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

Sr. No.	Particulars	Shareholding at the beginning of the period		Cumulative Shareholding during the period	
		No. of shares	% of total shares	No. of shares	% of total shares
1.	Promoters shareholding at the beginning of the period	556063	88.89	556063	88.89
2.	Date wise Increase / Decrease in Promoters shareholding during the period specifying the reasons for increase / and decrease (e.g. allotment / transfer / bonus etc) Bonus shares on 8 th July 2024	556063	88.89	556063	88.89
3.	Promoters shareholding at the end of the period	1112126	88.89	1112126	88.89
Note - During the period under review, there was change in the shareholding of the Promoters					

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs) –

Sr. No.	For each of the Top 10 Shareholders	Shareholding at the beginning of the period		Cumulative Shareholding during the period	
		No. of shares	% of total shares	No. of shares	% of total shares
1	CHANAKYA CORPORATE SERVICES PRIVATE LIMITED	34750	5.55	69500	5.55
2.	CHANAKYA VALUE CREATION LLP	34750	5.55	69500	5.55



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(v) Shareholding of Directors and Key Managerial Personnel

Sr. No.	For each of the Directors and Key Managerial Personnel	Shareholding at the beginning of the period		Cumulative Shareholding during the period	
		No. of shares	% of total shares	No. of shares	% of total shares
1.	HITESH RUPARELIA	215960	34.52	431920	34.52
2.	UTPAL RUPARELIA	143980	23.02	287960	23.02

V. INDEBTEDNESS – The Indebtedness of the Company including interest outstanding/accrued but not due for payment is as under:

Particulars	Secured Loans excl. Deposits (Rs.)	Unsecured Loans (Rs.)	Deposits (Rs.)	Total Indebtedness (Rs.)
Indebtedness at the beginning of the period				
i) Principal Amount	147616336	57525201	0	205141537
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	147616336	57525201	0	205141537
Change in Indebtedness during the period				
Addition	230340172	32552	0	230372724
Reduction	0	0	0	
Net Change	230340172	32552	0	230372724
Indebtedness at the end of the period				
i) Principal Amount	377956508	57557753	0	435514261
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	377956508	57557753	0	435514261

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL



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- A. Remuneration to Managing Director, Whole-time Directors and/or Manager:** - The Company is not required to appoint Managing Director and / or Whole-time Director and / or Manager in terms of Section 203 of the Companies Act, 2013. However remuneration paid to promoter Directors for the period under review is as under.

Sr. No.	Particulars of Remuneration	Name of director		Total Amount
		Hitesh P. Ruparelia	Utpal P. Ruparelia	
1.	Gross salary	10789087	10384485	21173572
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (Rs.)	-	-	-
	(b) Value of perquisites u/s 17(2) of Income-tax Act, 1961 (Rs.)	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961 (Rs.)	-	-	-
2.	Stock Option (live as on date) (Nos.)	-	-	-
3.	Sweat Equity (Nos.)	-	-	-
4.	Commission (Rs.)	-	-	-
	- as % of profit	-	-	-
	- others, specify	-	-	-
5.	Others, please specify	-	-	-
	Total (A) (Rs.)	10789087	10384485	21173572
	Ceiling as per the Act	-	-	-

- B. Remuneration to other directors:** The Company is not required to appoint Independent Directors in terms of Section 149 of the Companies Act, 2013. The Company does not pay any remuneration to any of its directors. Hence, the information as per below table is not applicable for the period under review.

Sr. No.	Name of Directors	Particulars of Remuneration		
		Fee for attending board / committee meetings	Commission	Others, please specify
1.	Independent Directors	-	-	-
	Total (1)	-	-	-
2.	Other Non-Executive Directors:	-	-	-
	Total (2)	-	-	-
	Total (B) = (1+2)	-	-	-
	Total Managerial	-	-	-

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Sr. No.	Name of Directors	Particulars of Remuneration		
		Fee for attending board / committee meetings	Commission	Others, please specify
	Remuneration Total (A) + (B)			
	Overall Ceiling as per the Act	-	-	-

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD / MANAGER / WTD - The Company is not required to appoint any Key Managerial Personnel in terms of Section 203 of the Companies Act, 2013. Hence, the information as per below table is not applicable for the period under review.

Sr. No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CFO	CS	Total
1.	Gross salary	-	-	-	-
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (Rs.)	-	-	-	-
	(b) Value of perquisites u/s 17(2) of Income-tax Act, 1961 (Rs.)	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961 (Rs.)	-	-	-	-
2.	Stock Option (live as on date)		-		-
3.	Sweat Equity (Nos.)	-	-	-	-
4.	Commission (Rs.)	-	-	-	-
	- as % of profit	-	-	-	-
	- others, specify	-	-	-	-
5.	Others, please specify		-		-
	Total (Rs.)	-	-	-	-

VII. PENALTIES / PUNISHMENT/ COMPOUNDING 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					



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B. DIRECTORS	There were no penalties, punishment or compounding of offences during the period under review.
Penalty	
Punishment	
Compounding	
C. OTHER OFFICERS IN DEFAULT	
Penalty	
Punishment	
Compounding	

BY ORDER OF THE BOARD OF DIRECTORS
OF S D RETAIL LIMITED


HITESH RUPARELIA
CHAIRMAN AND MANAGING DIRECTOR
DIN: 00490790


UTPAL RUPARELIA
WHOLETIME DIRECTOR
DIN: 00300525

AHMEDABAD
30th August 2024



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