

ANNEXURE - II**Form No. MGT. 9****EXTRACT OF ANNUAL RETURN**as on the financial year ended on 31st March, 2019*[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]***I. REGISTRATION AND OTHER DETAILS :**

i)	Corporate Identification Number	L24100MH1973PLC016908
ii)	Registration Date	05 th October, 1973
iii)	Name of the Company	JD Orgochem Limited
iv)	Company Category Sub Category of the Company	Company Limited by shares Non-Government Company
v)	Address of the Registered office and Contact Details	301, Sumer Kendra, P.B.Marg, Worli, Mumbai – 400 018 Tel No. : 022-3042 3048 Fax No. : 022-3042 3434 E-mail Id: investor.relations@jdorgochem.com Website: www.jdorgochem.com
vi)	Whether Listed Company (Yes/No)	Yes with BSE Limited
vii)	Name, address and Contact Details of Registrar and Transfer Agents, If any	Link Intime India Private Limited C-101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai – 400 083 Tel No. : 022 – 4918 6270 Fax No. : 022 – 4918 6060 E-mail Id: rnt.helpdesk@linkintime.co.in Website: www.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:-

Sr. No.	Name and Description of main products/services	NIC Code of the product/ service	% to total turnover of the Company
1	Dyes and Dyes Intermediates	20114	100

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
NONE					

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity):**i. Category-wise Share Holding:**

Category of Shareholders	No. of Shares held at the beginning of the year (as on 1 st April, 2018)				No. of Shares held at the end of the year (as on 31 st March, 2019)				% Change during the year	
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares		
A. Promoters :										
(1) Indian										
a. Individual/HUF	8077996	-	8077996	60.97	8077996	-	8077996	60.97	-	
b. Central Govt.	-	-	-	-	-	-	-	-	-	
c. State Govt(s)	-	-	-	-	-	-	-	-	-	
d. Bodies Corp.	379890	-	379890	2.86	379890	-	379890	2.86	-	
e. Bank/FI	-	-	-	-	-	-	-	-	-	
f. Any Other	-	-	-	-	-	-	-	-	-	
Sub-Total (A)(1):-	8457886	-	8457886	63.83	8457886	-	8457886	63.83	-	



Category of Shareholders	No. of Shares held at the beginning of the year (as on 1 st April, 2018)				No. of Shares held at the end of the year (as on 31 st March, 2019)				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(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)	8457886	-	8457886	63.83	8457886	-	8457886	63.83	-
B. Public Shareholding :									
(1) Institutions									
a. Mutual Funds	-	4700	4700	0.04	-	4700	4700	0.04	-
b. Banks/FI	100	-	100	0.00	300	-	300	0.00	0.00
c. Central Govt.	-	-	-	-	-	-	-	-	-
d. State Govt(s)	-	-	-	-	-	-	-	-	-
e. Venture Capital Funds	-	-	-	-	-	-	-	-	-
f. Insurance Companies	-	-	-	-	-	-	-	-	-
g. FIs	100	8400	8500	0.06	100	8400	8500	0.06	-
h. Foreign venture Capital Funds	-	-	-	-	-	-	-	-	-
i. Any Other									
Foreign Bank	800	-	800	0.01	800	-	800	0.01	-
Unit Trust of India	-	600	600	0.00	-	600	600	0.00	-
Sub-Total (B)(1):-	1000	13700	14700	0.11	1200	13700	14900	0.11	0.00
(2) Non-Institutions									
a. Bodies Corporate :									
i. Indian	481918	36100	518018	3.91	230285	36100	266385	2.01	(1.90)
ii. Overseas	-	-	-	-	-	-	-	-	-
b. Individuals :									
i. Individual Shareholders holding nominal share capital upto ₹ 1 lakh	2530310	711770	3242080	24.47	2826950	700370	3527320	26.62	2.15
ii. Individual shareholders holding nominal share capital in excess of ₹ 1 lakh	397112	-	397112	3.00	401820	-	401820	3.03	0.03
c. Others :									
i. Non - Promoters - Directors/ Relatives of Director	1400	2400	3800	0.03	1430	900	2330	0.02	(0.01)
ii. NRI (Rep)	400	53800	54200	0.41	400	53800	54200	0.41	-
iii. NRI (Non - Rep)	333	100	433	0.00	133	100	233	0.00	0.00
iv. Trust	328349	-	328349	2.48	294066	-	294066	2.22	(0.26)
v. In Transit	-	-	-	-	-	-	-	-	-
vi. Clearing Members	13231	-	13231	0.10	7180	-	7180	0.05	(0.05)
vii. Hindu Undivided Family	220191	-	220191	1.66	223680	-	223680	1.70	0.04
Sub -Total (B)(2):-	3973244	804170	4777414	36.06	3985944	791270	4777214	36.06	0.00
Total Public Shareholding (B)=(B)(1)+(B)(2)	3974244	817870	4792114	36.17	3987144	804970	4792114	36.17	-
C. Shares held by Custodian for GDRs & ADRs									
	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	12432130	817870	13250000	100.00	12445030	804970	13250000	100.00	-

ii. Shareholding of Promoters:

Sr. No.	Shareholder's Name	Shareholdings at the beginning of the year (as on 1 st April, 2018)			Shareholdings at the end of the year (as on 31 st March, 2019)			% 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.	Parag Sharadchandra Kothari	4680248	35.32	-	4680248	35.32	-	-
2.	Nikhil Sharadchandra Kothari	3397748	25.64	-	3397748	25.64	-	-
3.	Jay Chemi Colour Pvt. Ltd.	379890	2.87	-	379890	2.87	-	-
Total		8457886	63.83	-	8457886	63.83	-	-

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

Sr. No.		Shareholdings 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
	At the beginning of the year				
	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	No Changes in Shareholding during the year			
	At the End of the year				

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	Shareholdings at the beginning of the year		Date Wise Increase / Decrease in Shareholding During the Year		Reason for Increase/ Decrease	Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	Date of transaction	No of Shares		No. of shares	% of total shares of the company
1.	Stressed Assets Stabilization Fund	328349	2.48	01/04/2018	-	-	328349	2.48
				29/09/2018	(10000)	Sale	318349	2.40
				26/10/2018	(8849)	Sale	309500	2.34
				09/11/2018	(5200)	Sale	304300	2.30
				07/12/2018	(10200)	Sale	294100	2.22
				21/12/2018	(14)	Sale	294086	2.22
				28/12/2018	(20)	Sale	294066	2.22
2.	Chhotalal Ramjibhai Bhanderi	218320	1.65	01/04/2018	-	-	218320	1.65
				31/03/2019	-	-	218320	1.65
3.	Kundan Chhotalal Bhanderi	178792	1.35	01/04/2018	-	-	178792	1.35
				13/04/2018	3725	Purchase	182517	1.38
				04/05/2018	873	Purchase	183390	1.38
				11/05/2018	849	Purchase	184239	1.39
				18/05/2018	(739)	Sale	183500	1.38
				31/03/2019	-	-	183500	1.38



Sr. No.	For Each of the Top 10 Shareholders	Shareholdings at the beginning of the year		Date Wise Increase / Decrease in Shareholding During the Year		Reason for Increase/ Decrease	Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	Date of transaction	No of Shares		No. of shares	% of total shares of the company
4.	LSC Securities Limited	342652	2.59	01/04/2018	-	-	342652	2.59
				06/04/2018	(500)	Sale	342152	2.58
				13/04/2018	(121527)	Sale	220625	1.67
				20/04/2018	(84588)	Sale	136037	1.03
				27/04/2018	(34974)	Sale	101063	0.76
				01/06/2018	(500)	Sale	100563	0.76
				03/08/2018	(14450)	Sale	86113	0.65
5.	Hitesh Kuvelkar	29767	0.22	01/04/2018	-	-	29767	0.22
				13/04/2018	28500	Purchase	58267	0.44
				20/04/2018	2000	Purchase	60267	0.45
				27/04/2018	23256	Purchase	83523	0.63
				31/03/2019	-	-	83523	0.63
6.	Ganesh Puri Goswami	80025	0.60	01/04/2018	-	-	80025	0.60
				31/03/2019	-	-	80025	0.60
7.	Mangal Bhanshali	66667	0.50	01/04/2018	-	-	66667	0.50
				31/03/2019	-	-	66667	0.50
8.	Kanti C Dhandha	61700	0.47	01/04/2018	-	-	61700	0.47
				31/03/2019	-	-	61700	0.47
9.	Chhagan Narasi Tala	0	0.000	01/04/2018	-	-	0	0.00
				13/04/2018	1000	Purchase	1000	0.01
				20/04/2018	50000	Purchase	51000	0.38
				31/03/2019	-	-	51000	0.38
10.	Yogesh Laxmidas Bhatia	47500	0.36	01/04/2018	-	-	47500	0.36
				31/03/2019	-	-	47500	0.36
11.	Bhavna Darshan Mehta	37251	0.28	01/04/2018	-	-	37251	0.28
				31/03/2019	-	-	37251	0.28
12.	Avinash Sudhakar Foujdar	2000	0.02	01/04/2018	-	-	2000	0.02
				24/08/2018	1573	Purchase	3573	0.03
				07/09/2018	2683	Purchase	6256	0.05
				29/09/2018	5000	Purchase	11256	0.08
				05/10/2018	6000	Purchase	17256	0.13
				26/10/2018	9000	Purchase	26256	0.20
				14/12/2018	10000	Purchase	36256	0.27
13.	Chetnaben Amitbhai Tala	0	0.000	01/04/2018	-	-	0	0.00
				13/04/2018	24000	Purchase	24000	0.18
				20/04/2018	12000	Purchase	36000	0.27
				31/03/2019	-	-	36000	0.27

v. Shareholding of Directors and Key Managerial Personnel:

Sr. No.	For each of the Directors and KMP	Shareholdings 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.	Parag Sharadchandra Kothari *				
	At the beginning of the year	4680248	35.32	4680248	35.32
	At the end of the year	4680248	35.32	4680248	35.32
2.	Suhas Balkrishna Jande**				
	At the beginning of the year	30	0.00	30	0.00
	At the end of the year	30	0.00	30	0.00
3.	Mahendra Krushnakumar Kothari #				
	At the beginning of the year	-	-	-	-
	At the end of the year	-	-	-	-
4.	Bharati Ravindra Chandan				
	At the beginning of the year	-	-	-	-
	At the end of the year	-	-	-	-
5.	Mitesh Dilip Sejjal				
	At the beginning of the year	-	-	-	-
	At the end of the year	-	-	-	-
6.	Nikhil Sharadchandra Kothari				
	At the beginning of the year	3397748	25.64	3397748	25.64
	At the end of the year	3397748	25.64	3397748	25.64
7.	Shrikant Krushnakumar Kothari ##				
	At the beginning of the year	-	-	-	-
	At the end of the year	-	-	-	-
8.	Umesh Trikamdas Chandan				
	At the beginning of the year	300	0.00	300	0.00
	At the end of the year	300	0.00	300	0.00
9.	Narendra Ramanlal Shah				
	At the beginning of the year	-	-	-	-
	At the end of the year	-	-	-	-
10.	Anita Ashok Pandey ###				
	At the beginning of the year	-	-	-	-
	At the end of the year	-	-	-	-
11.	Mayur Kanjibhai Rathod ####				
	At the beginning of the year	-	-	-	-
	At the end of the year	-	-	-	-

* **Parag Sharadchandra Kothari has been appointed as Chairman and Additional Director w.e.f. 11th February, 2019**

** **Suhas Balkrishna Jande has been appointed as Whole-Time Director w.e.f. 27th March, 2019.**

Mahendra Krushnakumar Kothari has resigned as Chairman and Managing Director w.e.f. 11th February, 2019

Shrikant Krushnakumar Kothari has resigned as Director w.e.f. 11th February, 2019

Anita Ashok Pandey, Company Secretary and Compliance Officer has resigned w.e.f. 05th November, 2018.

Mayur Kanjibhai Rathod, Company Secretary and Compliance Officer has appointed w.e.f. 27th March, 2019.



V. INDEBTEDNESS :

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

(Amt in ₹)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i. Principal Amount	160,400,000	2,500,000	-	162,900,000
ii. Interest due but not paid	-	-	-	-
iii. Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	160,400,000	2,500,000	-	162,900,000
Change in the Indebtedness during the financial year				
+ Additions	-	-	-	-
- Reduction	-	-	-	-
Net Change	-	-	-	-
Indebtedness at the end of the financial year				
i. Principal Amount	160,400,000	2,500,000	-	162,900,000
ii. Interest due but not paid	-	-	-	-
iii. Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	160,400,000	2,500,000	-	162,900,000

VI. REMUNERATION TO DIRECTORS AND KEY MANAGERIAL PERSONNEL :

A) Remuneration to Managing Directors, Whole-Time Directors and/or Manager:

(Amt in ₹)

Sr. No.	Particulars of Remuneration	Name of Managing Director	Name of Whole-Time Director	Total Amount
		Mahendra Krushnakumar Kothari*	Suhas Balkrishna Jande**	
1.	Gross Salary			
	(a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	2,69,991	-	2,69,991
	(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	-	-	-
2.	Stock Options	-	-	-
3.	Sweat Equity	-	-	-
4.	Commission			
	- as % of profit	-	-	-
	- others, specify	-	-	-
5.	Others, please specify			
	- Provident Fund & other Funds	-	-	-
Total (A)		2,69,991	-	2,69,991
Ceiling as per the Act		5% of the net profits of the Company		

* Mahendra Krushnakumar Kothari has resigned as Chairman and Managing Director w.e.f. 11th February, 2019

** Suhas Balkrishna Jande has been appointed as Whole-Time Director w.e.f. 27th March, 2019.

B) Remuneration to other Directors:

(Amt in ₹)

Sr. No.	Particulars of Remuneration	Name of Directors			Total Amount
		Bharati Ravindra Chandan	Mitesh Dilip Sejpal	Umesh Trikamdass Chandan	
1.	Independent Directors				
	Fee for attending Board/ Committee Meetings	69,500	69,500	80,000	2,19,000
	Commission	-	-	-	-
	Others, please specify	-	-	-	-
	Total (1)	69,500	69,500	80,000	2,19,000
2.	Other Non-Executive Directors				
	Fee for attending Board/ Committee Meetings	31,500	9,000	55,000	95,500
	Commission	-	-	-	-
	Others, please specify	-	-	-	-
	Total (2)	31,500	9,000	55,000	95,500
	Total (B) =(1+2)				3,14,500
	Total Managerial Remuneration				3,14,500
	Overall Ceiling as per the Act				N.A.

* **Parag Sharadchandra Kothari has been appointed as Chairman and Additional Director w.e.f. 11th February, 2019**

** **Shrikant Krushnakumar Kothari has resigned as Director w.e.f. 11th February, 2019**

C) Remuneration to Key Managerial Personnels other than Managing Director/Manager/Whole Time Director:

(Amt in ₹)

Sr. No.	Particulars of Remuneration	Key Managerial Personnels			Total Amount
		Company Secretary	Chief Financial Officer	Company Secretary	
		Anita Ashok Pandey*	Narendra Ramanlal Shah	Mayur Kanjibhai Rathod**	
1.	Gross Salary				
	(a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	1,84,824	4,05,203	-	5,90,027
	(b) value of perquisites u/s 17(2) of the Income-tax Act, 1961	4,100	21,724	-	25,824
	(c) Profits in lieu of Salary under Section 17(3) of the Income-tax Act, 1961	-	-	-	-
2.	Stock Options	-	-	-	-
3.	Sweat Equity	-	-	-	-
4.	Commission				
	- as % of profit	-	-	-	-
	- others, specify	-	-	-	-
5.	Others, please specify				
	- Provident Fund & other Funds	9,941	20,100	-	30,041
	Total	1,98,865	4,47,027	-	6,45,892

* **Anita Ashok Pandey, Company Secretary and Compliance Officer resigned w.e.f. 5th November, 2018.**

** **Mayur K. Rathod, Company Secretary and Compliance Officer appointed w.e.f. 27th March, 2019.**



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			NONE		
Punishment					
Compounding					
B. DIRECTORS					
Penalty			NONE		
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty			NONE		
Punishment					
Compounding					

For and on behalf of the Board

**Place: Mumbai
Date : 28th May, 2019**

**Parag Sharadchandra Kothari
Chairman
DIN: 00184852**