

Annexure V of Director's Report - Form No. Mgt-9**Extract of annual return as on the financial year ended on 31.03.2020**

[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)	CIN	L24110MH1919PLC000564
(ii)	Registration date	25/09/1919
(iii)	Name of the company	The Dharamsi Morarji Chemical Co. Ltd.
(iv)	Category/sub-category of the company	Company Limited by Shares / Indian Non-Government Company
(v)	Address of the registered office and contact details	Prospect Chambers, 317/321, Dr. D.N. Road, Fort, Mumbai 400001 Maharashtra Tel. 022-22048881-2-3 Fax: 022-22852232 www.dmcc.com dgokhale@dmcc.com
(vi)	Whether listed company	Yes – on BSE Limited
(vii)	Name, Address and Contact details of Registrar and Transfer Agent, if any	Link Intime India Pvt. Ltd. C-101, 247 Park, LBS Marg, Vikhroli (W) Mumbai 400 083 Maharashtra Tel.: +91 22-49186270 Fax: +91 22-49186060 E-mail: rnt.helpdesk@linkintime.co.in Website: 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 are:

Sr. No.	Name and Description of main products/services	NIC Code of the Product/service	% to total turnover of the company
1.	Other Chemicals	202	99.62 %

iii. Particulars Of Holding, Subsidiary And Associate Companies (Post-Merger)

Sr. No.	Name and address of the company	CIN/GLN	Holding/ Subsidiary/ associate	% of shares held	Applicable Section
1.	Borax Morarji (Europe) GmbH	Nil	Subsidiary	100 %	2 (87)

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 year				No. of Shares held at the end of the year				% Change During The year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoter									
1. Indian									
a. Individual/ HUF	1,83,751	51,225	2,34,976	0.94	1,83,751	17,412	2,01,163	0.80	(0.14)

b. Central Govt	-	-	-	-					
c. State Govt(s)	-	-	-	-					
d. Bodies Corp	37,69,298	3,000	37,72,298	15.13	37,69,298	3,000	37,72,298	15.13	0
e. Banks / FI									
f. Any Other									
Sub-total(A)(1):-	39,53,049	54,225	40,07,274	16.07	39,53,049	20,412	39,73,461	15.93	(0.14)
2. Foreign									
a. NRIs-Individuals	92,80,776	600	92,81,376	37.21	93,14,589	600	93,15,189	37.35	0.14
b. Other-Individuals									
c. Bodies Corp									
d. Banks / FI									
e. Any Other									
Sub-total(A)(2):-	92,80,776	600	92,81,376	37.21	93,14,589	600	93,15,189	37.35	0.14
Total Shareholding of Promoter (A)= (A)(1)+(A)(2)									
B. Public Shareholding	1,32,33,825	54825	1,32,88,650	53.28	1,32,67,638	21012	1,32,88,650	53.28	-
1. Institutions									
a. Mutual Funds	0	4909	4909	0.02	0	4909	4909	0.02	-
b. Banks / FI	1,232	3,03,749	3,04,981	1.22	1,239	3,03,742	3,04,981	1.22	-
c. Central Govt									
d. State Govt(s)									
e. Venture Capital Funds	0	0	0	0	0	0	0	0	-
f. Insurance Companies	4,232	200	4,432	0.02	4,232	200	4,432	0.02	-
g. Alternate Investment Funds	0	0	0	0	0	0	0	0	
h Foreign Portfolio Investor	1,15,791	0	1,15,791	0.46	93,732	0	93,732	0.38	(0.08)
i Others (NBFC's registered with RBI)	3700	0	3700	0.02	2200	0	2200	0.01	(0.01)
Sub-total(B)(1)	1,24,955	3,08,858	4,33,813	1.74	1,01,403	3,08,851	4,10,254	1.65	(0.09)
2. Non-Institutions									
(a) Bodies Corp.	6,34,340	19,774	6,54,114	2.62	5,76,363	19,423	5,95,786	2.39	(0.23)
i. Indian									
ii. Overseas									
(b) Individuals									
i. Individual shareholders holding nominal share capital upto 1Lakh	43,31,570	8,10,551	51,42,121	20.62	35,44,848	6,98,269	42,43,117	17.01	(3.61)
ii. Individual shareholders holding nominal share capital in excess of 1 Lakh	36,88,427	28,182	37,16,609	14.90	45,96,919	99,509	46,96,428	18.83	3.93
(c) Others (HUF specify)	12,46,731	150	12,46,881	5.00	12,55,314	150	12,55,464	5.03	0.03
i. Clearing Members	19,842	0	19,842	0.08	4,418	0	4,418	0.02	(0.06)

ii. Non-Resident Indians (Repat)	68,055	77,117	1,45,172	0.58	59,586	76,832	1,36,418	0.55	(0.03)
iii. Non-Resident Indians (Non Repat)	1,,28,139	24946	153085	0.62	151505	24680	176185	0.71	0.09
iv. Trusts	13,563	0	1,39,563	0.56	1,32,563	0	1,32,563	0.53	(0.03)
v. Trust Employee	0	0	0	0	301	0	301	0	0
vi. Others Foreign Nationals	83	0	83	0	349	0	349	0	0
Sub-total(B)(2):-	1,02,56,750	9,60,720	1,12,17,470	44.98	1,03,22,166	9,18,863	1,12,41,029	45.07	0.09
Total Shareholding of Promoter (A)= (A) (1)+(A)(2)	1,03,81,705	12,69,578	1,16,51,283	46.72	1,04,23,569	12,27,714	1,16,51,283	46.72	0
C. Shares held by Custodian for GDRs & ADRs	Nil	Nil	Nil	-	Nil	Nil	Nil	Nil	0
Grand Total (A+B+C)	2,36,15,530	13,24,403	2,49,39,933	100	2,36,91,207	12,48,726	2,49,39,933	100	0

(ii) Shareholding of promoters

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year shares
		No. of shares	% of total shares of the Company	% of shares pledged/encumbered total	No. of shares	% of total shares of the company	% of shares pledged/encumbered total shares	
1.	Bimal Lalitsingh Goculdas	97,200	0.39	Nil	97,200	0.39	-	-
2.	Sonali B. Goculdas	43,988	0.18	Nil	43,988	0.18	-	-
3.	Harisingh Narottamdas Goculdas	2,838	0.01	Nil	2,838	0.01	-	-
4.	Kosan Industries Pvt. Ltd.	3,000	0.01	Nil	3,000	0.01	-	-
5.	Lalit N. Goculdas	3,127	0.01	Nil	0	0	-	(0.01)
6.	Radha Lalit Goculdas	3,728	0.02	Nil	6,855	0.03	-	0.01
7.	Ranchoddas Mathradas Goculdas	50,282	0.20	Nil	50,282	0.20	-	-
8.	Bharati Laxmikumar Goculdas	4,54,145	1.82	Nil	4,54,145	1.82	-	-
9.	The Natural Gas Co.Pvt. Ltd.	10,80,222	4.33	Nil	10,80,222	4.33	-	-
10.	Phoenix Distributors Pvt. Ltd.	11,82,270	4.74	Nil	11,82,270	4.74	-	-
11.	Jasraj Trading Company	10,50,806	4.21	Nil	10,50,806	4.21	-	-
12.	L.P. Gas Equipment Private Ltd.	4,56,000	1.83	Nil	4,56,000	1.83	-	-
13.	Laxmikumar Narottam Goculdas	88,27,231	35.39	Nil	88,61,044	35.53	-	0.14
14.	Ophelia Desai.	33,813	0.14	Nil	0	0	-	(0.14)
	Total	1,32,88,650	53.28	Nil	1,32,88,650	53.28	-	(0.14)

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

Sr. No.		Shareholding at the beginning of the Year		Cumulative Shareholding during the Year/ Shareholding at the end of the Year		% change in shareholding during the year shares
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the company	No. of Shares/ % of change/ Date
	At the beginning of the Year 01.04.2019	1,32,88,650	53.28%			
1.	Laxmikumar Narottam Goculdas	88,27,231	35.39%	88,61,044	35.53%	+33,813 0.14% 19-04-2019
2.	Ophelia Fernandez	33,813	0.14%	0	0	(33,813 (0.14%) 19-04-2019)
3.	Phoenix Distributors Pvt. Ltd.	11,82,270	4.74%	11,82,270	4.74%	0
4.	The Natural Gas Co. Pvt. Ltd.	10,80,222	4.33%	10,80,222	4.33%	0
5.	Jasraj Trading Company	10,50,806	4.21%	10,50,806	4.21%	0
6.	L.P. Gas Equipment Pct. Ltd.	4,56,000	1.83%	4,56,000	1.83%	0
7.	Bharti Laxmikumar Goculdas	4,54,145	1.82%	4,54,145	1.82%	0
8.	Bimal Lalitsingh Goculdas	97,200	0.39%	97,200	0.39%	0
9.	Ranchoddas Mathradas Goculdas	50,282	0.20%	50,282	0.20%	0
10.	Sonali B. Goculdas	43,988	0.18%	43,988	0.18%	0
11.	Radha L. Goculdas	3,728	0.02%	6855	0.03%	+3,127 0.01% 27-12-2019
12.	Lalit N. Goculdas	3,127	0.01%	0	0	- (3,127) 0.01% 27-12-2019
13.	Kosan Industries Pvt. Ltd.	3,000	0.01%	3,000	0.01%	0
14.	Harisingh Narottamdas Goculdas	2,838	0.01%	2,838	0.01%	0
	Changes effected to Promoter Group holding	During the Year no change effected except interchange among the group as above in two folios.				
	At the end of the year – As on 31-03.2020			1,32,88,650		53.28

(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 (*)	Date	Increase or Decrease / Reasons	Shareholding at the beginning of the year 01/04/2019		Shareholding at the end of the year 31/03/2020		
				No. of shares	% of total shares of the company	No. of shares	No. of shares held	% of total shares of the company
1	Girish Gulati (HUF)	01/11/2019 08/11/2019	Decrease/Transfer Decrease/Transfer	5,70,007	2.29	(12691) (883)	5,57,316 5,56,433	2.23 2.23
2	Sanjay Katkar	23/11/2018	Increase/Transfer	4,02,551	1.61	13,000	4,15,551	1.66
3	Jayantilal Premji Shah			4,15,000	1.66		4,15,000	1.66
4	Chetan Jayantilal Shah			2,40,000	0.96		2,40,000	0.96
5	Bhadra Jayantilal Shah			2,40,000	0.96		2,40,000	0.96
6	Ajay Upadhyaya			2,31,000	0.92		2,31,000	0.92
7	Kailash Sahebrao Katkar			1,75,253	0.70		1,75,253	0.70
8	Industrial Development Bank of India			1,73,451	0.69		1,73,451	0.69
9	Saurabh Jain			10,005	0.04			
		05/04/2019	Decrease/Transfer			(5)	10,000	
		12/04/2019	Increase/Transfer			5,255	15,255	
		19/04/2019	Increase/Transfer			4,745	20,000	
		26/04/2019	Increase/Transfer			3,852	23,852	
		03/05/2019	Increase/Transfer			3,870	27,722	
		10/05/2019	Increase/Transfer			12,278	40,000	
		24/05/2019	Increase/Transfer			3,305	43,305	
		31/05/2019	Increase/Transfer			29,695	73,000	
		07/06/2019	Increase/Transfer			27,000	1,00,000	
		12/07/2019	Increase/Transfer			11,050	1,11,050	
		19/07/2019	Increase/Transfer			298	1,11,348	
		26/07/2019	Increase/Transfer			9,540	1,20,888	
		02/08/2019	Increase/Transfer			4,112	1,25,000	
		10/01/2020	Increase/Transfer			25,000	1,50,000	
		06/03/2020	Increase/Transfer			6,800	1,56,800	0.64
		13/03/2020	Increase/Transfer			3,200	1,60,000	
10	Chetan Jayantilal Shah			1,40,000	0.56			-
							1,40,000	0.56

(The Shares of the Company are traded on a daily basis and hence the date wise increase/ decrease in shareholding is not indicated.

Shareholding is consolidated based on Permanent Account Number (PAN) of the shareholder.

(v) Shareholding of Directors and Key Managerial Personnel

Sr. No.	For Each of the Top 10 Shareholders (*)	Date	Increase or Decrease / Reasons	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	Shri Laxmikumar Narottam Goculdas	1/4/2019		88,27,231	35.39		
				33,813	0.14		
		31/3/2020		88,61,044	35.53	88,61,044	35.53
2	Shri Haridas Tricumdas Kapadia	1/4/2019		11,107	0.04		
		31/3/2020		11,107	0.04	11,107	0.04
3	Shri Arvind Wasudeo Ketkar	1/4/2019		324	0.01		
		31/3/2020		324	0.01	324	0.01
4	Shri Madhu Thakorlal Ankleshwaria	1/4/2019		225	-		
		31/03/2020		225	-	225	-
5	Shri Sanjeev Vishwanath Joshi	1/4/2019		4,435	0.02		
		31/03/2020		4,435	0.02	4435	0.02
6	Shri Bimal Lalitsingh Goculdas	1/4/2019		97,200	0.39		
		31/3/2020		97,200	0.39	97,200	0.39
7	Shri Dilip Trimbak Gokhale	1/4/2019		150	-		
		31/3/2020		150	-	150	-

(vi) Indebtedness

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
I. Principal Amount	1,476.36	414.43	-	1890.79
II. Interest due but not paid	-	-	-	-
III. Interest accrued but not due	-	-	-	-
Total (I + II + III)	1,476.36	414.43	-	1890.79
Change in Indebtedness during the financial year				
• Addition	1,192.00	-	-	1,192.00
• Reduction	(490.79)	(380.11)	-	(870.90)
Net Change	701.21	(380.11)	-	321.11
Indebtedness at the end of the financial year				
i. Principal Amount	2,177.57	34.32	-	2,211.89
ii. Interest due but not paid	-	-	-	-
iii. Interest accrued but not due	-	-	-	-
Total (i + ii + iii)	2,177.57	34.32	-	2,211.89

(vii) Remuneration Of Directors And Key Managerial Personnel**A. Remuneration to Managing Director, Whole-time Directors and/or Manager:**

Amount in Rupees

Sr. No.	Particulars of Remuneration	Name of MD/WTD/Manager
		Shri Bimal Lalitsingh Goculdas
		Managing Director, & CEO
1.	Gross salary	
	(a) Salary as per provisions contained in section 17(l) of the Income-tax Act, 1961.	**1,41,40,933
	(b) Value of perquisites under section 17(2) Income-tax Act, 1961.	4,98,160
	(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)- Retirals	23,49,000
	Total (A)	**1,69,88,093

** Includes Performance Linked Incentive for the financial year 2018-19 Rs.48,54,000/-, paid during the year.

B. Remuneration to other directors (Refer Corporate Governance Report for details):

Amount in Rupees

Sr. No	Particulars of Remuneration	Name of Directors					Total Amount
1.	Independent Directors	Mr. Haridas Tricumdas Kapadia	Mr. Madhu Thakorlal Ankleshwaria	Mr. Arvind Wasudeo Ketkar	Mr. Mukul Manoharlal Taly	Mr. Sanjeev Vishwanath Joshi	
	Fee for attending Board/ Committee meetings	3,00,000	3,00,000	2,00,000	1,00,000	1,50,000	10,50,000
	Commission	5,39,000	5,39,000	5,39,000	5,39,000	5,39,000	26,95,000
	Others, please specify						
	Total (B) (1)	8,39,000	8,39,000	7,39,000	6,39,000	689,000	37,45,000
2.	Other Non-Executive Directors	Mr. Laxmikumar Narottam Goculdas		Ms. Mitika Laxmikumar Goculdas			Total
	Fee for attending Board/ Committee meetings		2,25,000		1,50,000		3,75,000
	Commission		16,18,000		5,39,000		21,57,000
	Others, please specify		-		-		-
	Total (B) (2)		18,43,000		6,89,000		25,32,000
	Total (B) = (1 + 2)						62,77,000
	Total Managerial Remuneration						62,77,000

C. Remuneration to key managerial personnel other than MD/Manager/WTD

Amount in Rupees

Sr.No	Particulars of Remuneration	Key Managerial Personnel		
		Mr. D.T. Gokhale Sr.Executive Vice President & Company Secretary	Mr. Chirag J. Shah Chief Finance Officer	Total
1.	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961.	36,53,600	34,44,763	70,98,363
	(b) Value of perquisites under section 17(2) of the Income-tax Act, 1961.	72,257	8,100	80,357
	(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	37,25,857	34,52,863	71,78,720

(viii) Penalties/Punishment/Compounding of Offences:

There were no penalties, punishment or compounding of offences during the year ended March 31, 2020