

The Dharamsi Morarji Chemical Company Limited



CIN: L24110MH1919PLC000564
 Regd. Off.: Prospect Chambers, 317/321, Dr. D.N.Road, Fort, Mumbai - 400 001 (India) Web: www.dmcc.com Email: investor@dmcc.com Ph: +91 22 22048881-2-3 Fax No.: +91 22852232
FORM DPT-1

CIRCULAR OR CIRCULAR IN THE FORM OF ADVERTISEMENT INVITING DEPOSITS

[Pursuant to section 73(2)(a) and section 76 and rule 4(1) and 4(2) of the Companies (Acceptance of Deposits) Rules, 2014]

1. GENERAL INFORMATION

a) Name, address, website and other contact details of the company:	THE DHARAMSI MORARJI CHEMICAL COMPANMY LIMITED (CIN : L24110MH1919PLC000564) 317/21 Prospect Chambers, Dr. D.N Road, Mumbai, Maharashtra, 400001; Website: www.dmcc.com Email ID: investor@dmcc.com Tel: 022-22048881 / 22048882 / 22048883 Fax : 022-22813657 / 22852232
b) Date of Incorporation of the company:	25-Sep-1919
c) Business carried on by the Company and its subsidiaries with the details of branches or units, if any:	The Dharamsi Morarji Chemical Company Limited (DMCC), established in 1919, was the first producer of Sulphuric Acid and Phosphate fertilizers in India. The company at present, is a leading manufacturer of speciality and bulk chemicals with a global footprint and it is a fully integrated speciality chemicals player in sulphur, boron and ethanol chemistry and its products find usage in a wide range of industries such as pharmaceuticals, detergents, dyes, fertilisers, pigments and cosmetics. DMCC takes pride in its 100+ years of expertise in Sulphur chemistry and has also diversified its operations across other downstream products. DMCC exports cost effective and value-added products to more than 25 countries across 6 continents. The Company has its factory located at: (1) Roha: 105, MIDC Industrial Area, Audyogik Vasahat Post Office, DhataV, Roha 402116, Dist. Raigad, Maharashtra. (2) Dahej: Plot No. CH-5/1 G.I.D.C, Dahej Industrial Estate, Taluka: Vagra, Dist. Bharuch, Gujarat. The Company has its Registered Office (Headquarter) in Mumbai at 317/321, Prospect Chambers, Dr. D. N. Road, Fort, Mumbai – 400 001. Borax Morarji (Europe) GmbH is a 100% wholly owned subsidiary Company in Germany Fehrbelliner Pl. 1, 48249 Dülmen, Germany. Primarily it owns registrations for your company's products as per REACH regulations. This is a requirement for sales into the European Union.
d) Brief Particulars of the Management of the Company:	The Company is managed by the Managing Director and Chief Executive Officer under the supervision, directions and control of the Board of Directors.

e) Names, addresses, DIN and occupations of the Directors:

Sr.No.	Name	Address	DIN	Occupation
1.	Laxmikumar Narottam Goculdass	317/321, Prospect Chambers, Dr. D. N. Road, Fort, Mumbai – 400 001	00459347	Business
2.	Bimal Lalitsingh Goculdass	317/321, Prospect Chambers, Dr. D. N. Road, Fort, Mumbai – 400 001	00422783	Business
3.	Mitika Laxmikumar Goculdass	317/321, Prospect Chambers, Dr. D. N. Road, Fort, Mumbai – 400 001	02879174	Business
4.	Sanjeev Vishwanath Joshi	317/321, Prospect Chambers, Dr. D. N. Road, Fort, Mumbai – 400 001	00392020	Profession (Practising Chartered Accountant)
5.	Mukul Manoharilal Taly	317/321, Prospect Chambers, Dr. D. N. Road, Fort, Mumbai – 400 001	01334360	Profession
6.	Madhu Thakorlal Ankleshwaria	317/321, Prospect Chambers, Dr. D. N. Road, Fort, Mumbai – 400 001	02753794	Profession
7.	Dilip Trimbak Gokhale	317/321, Prospect Chambers, Dr. D. N. Road, Fort, Mumbai – 400 001	06734397	Service
8.	Dr. (Mrs.) Janaki Ashwin Patwardhan	317/321, Prospect Chambers, Dr. D. N. Road, Fort, Mumbai – 400 001	09180182	Profession

f) Management's perception of risk factors;
 The Dharamsi Morarji Chemical Company Limited has 100+ years expertise in Sulphur chemistry and has also diversified its operations across other downstream products. The Company is Listed at BSE Limited since 01-March-1959 and on 01-Dec-2021 listed on the National Stock Exchange of India Limited (NSE). The Company has adequate surplus as well as internal accruals for timely repayment of fixed deposits. Barring unforeseen circumstances, the management does not foresee any adverse situation which may affect the repayment of principal amount of deposit or any interest thereon.

g) Details of default, including the amount involved, duration of default and present status, in repayment of –
 i. Statutory dues: Nil
 ii. debentures and interest thereon: Nil
 iii. loan from any bank or financial institution and interest thereon: Nil

2. PARTICULARS OF THE DEPOSIT SCHEME

a) Date of passing of board resolution:	9th December, 2021
b) Date of passing of resolution in the general meeting authorizing the invitation of such deposits:	22nd September, 2021 (100th Annual General Meeting)
c) Type of deposits, i.e., whether secured or unsecured:	Unsecured
d) i. Amount which the Company can raise by way of deposits as per the Act and the rules made thereunder	From Shareholder : Rs. 17.28 Crores From Others : Rs. 43.22 Crores Total : Rs. 60.50 Crores
ii Aggregate of deposits actually held on the last day of the immediately preceding financial year	NIL
iii Aggregate of deposits actually held as on date of issue of circular or advertisement	NIL
iv Amount of deposit proposed to be raised	Rs. 10 Crores
v Amount of deposit repayable within the next twelve months	NIL

e) Terms of raising of deposits: Duration, Rate of interest, mode of payment and repayment

Type of Scheme	Cumulative Scheme			Non-Cumulative Scheme		
	Duration	1 Year	2 Year	3 Year	1 Year	2 Year
Minimum Deposit	The minimum amount of Deposit acceptable will be Rs. 10,000/- . Higher amounts will be accepted in multiples of Rs. 5,000/-					
Rate of Interest	7.50	7.75	8.00	7.25	7.50	7.75
Approx. Annual Yield %	7.71	7.98	8.24	-	-	-
Interest Payment Frequency	Interest compounded as per calendar quarter, will be payable on maturity date or on the previous business day in case maturity date happens to be a holiday.			Interest will be paid at the end of calendar quarters and at maturity or on the previous business day in case end of quarter happens to be a holiday.		
Additional Interest to Shareholders, Existing Employees, Senior Citizen above 60 Years.	0.25% per Annum			0.25% per Annum		
Mode of payment and repayment	Payment of interest and principal will be made by direct credit in sole/first-named depositor's bank account ONLY through ECS/ Direct Credit/ RTGS/ NEFT.					

f) Proposed time schedule mentioning the date of opening of the Scheme and the time period for which the circular or advertisement is valid
Date of opening of the Scheme: From the date of publishing of circular (DPT-1) in newspaper (after thirty days of filing of circular(DPT-1) with the Registrar of Companies)
Time period for which the circular or advertisement is valid: Till 30th September, 2022 or till the date of next Annual General Meeting of the Company to be held for FY2021-22, whichever is earlier.

g) Reasons or objects of raising the deposits
 For meeting short term / working capital requirement of the Company

h) Credit rating obtained:

Name of the Credit Rating Agency	CRISIL Ratings Limited (For Rs. 10 Crores)
Rating obtained	FA-/Stable (Assigned)
Meaning of the rating obtained	This rating indicates that the degree of safety regarding timely payment of interest and principal is satisfactory.
Date on which rating was obtained	7th December, 2021
Extent of deposit insurance Name of the Insurance Company, terms of the insurance coverage, duration of coverage, extent of coverage, procedure for claim in case of default etc.	Not Applicable. As per Companies (Amendment) Act, 2017, provision related to Deposit Insurance has been omitted vide MCA Notification No. S.O. (E) dated 05/07/2018 w.e.f. 15-08-2018

i) Short particulars of the charge created or to be created for securing such deposits, if any:
 Company is accepting Unsecured Deposit. Hence Not Applicable.

j) Any financial or other material interest of the directors, promoters or key managerial personnel in such deposits and the effect of such interest in so far as it is different from the interests of other persons
 No.

3. DETAILS OF ANY OUTSTANDING DEPOSITS:

- a) Amount Outstanding: NIL
- b) Date of acceptance: NIL
- c) Total amount accepted: NIL
- d) Rate of interest: NIL
- e) Total number of depositors: NIL
- f) Default, if any, in repayment of deposits and payment of interest thereon, if any, including number of depositors, amount and duration of default involved: NIL
- g) Any waiver by the depositors, of interest accrued on deposits: NIL

4. FINANCIAL POSITION OF THE COMPANY:

a) Profits of the Company, before and after making provision for tax, for the three financial years immediately preceding the date of issue of circular or advertisement (Rs. In Lakhs)

Particulars	Year ended 31.03.2021	Year ended 31.03.2020	Year ended 31.03.2019
Profit/(Loss) Before Tax	3,402.02	2,588.97	4,710.38
Profit/(Loss) After Tax	3,256.08	3,149.30	4,605.81

b) Dividends declared by the company in respect of the said three financial years; Interest coverage ratio for last three years

Particulars	Year ended 31.03.2021	Year ended 31.03.2020	Year ended 31.03.2019
Dividend Proposed/ Paid / Declared	20%	NIL	15%
Interest coverage ratio	15.18	13.73	18.05

c) A summary of the financial position of the Company as in the three audited balance sheets immediately preceding the date of issue of circular or advertisement (Rs. In Lakhs)

ASSETS	Year ended 31.03.2021	Year ended 31.03.2020	Year ended 31.03.2019
Non-Current Assets			
Property, Plant and Equipment	9,285.07	8,663.16	8,373.62
Capital work-in-progress	3,804.66	876.86	84.15
Goodwill	1,465.10	1,465.10	1,465.10
Other Intangible Assets	14.32	19.01	21.49
Right of Use Assets	47.72	-	-
Other non-current assets	184.99	179.09	173.76
Other non-Current Financial Assets - Non-Current Investments	55.85	55.85	55.85
Current Assets	11,430.93	9,895.19	8,613.21
Total Assets	26,288.64	21,154.27	18,787.20
	(Rs. In Lakhs)		
Equity and Liabilities			
Equity			
Equity Share capital	2,493.99	2,493.99	2,493.99
Other Equity	14,794.28	11,967.96	9,057.86
Liabilities			
Non-Current Liabilities	2,184.87	2,022.07	1,953.41
Current liabilities	6,815.50	4,670.23	5,281.93
Total Equity and liabilities	26,288.64	21,154.27	18,787.20

d) Audited Cash Flow Statement for the three years immediately preceding the date of issue of circular or advertisement (Rs. In Lakhs)

Particulars	Year ended 31.03.2021	Year ended 31.03.2020	Year ended 31.03.2019
Cash flow from operating activities	3,222.94	2,703.80	2,079.79
Cash flow from investing activities	(3,955.43)	(1,683.68)	(1,274.89)
Cash flow from financial activities	300.15	(568.38)	(812.53)

5. A DECLARATION BY THE DIRECTORS THAT-

- a) the Company has not defaulted in the repayment of deposits accepted either before or after the commencement of the Act or payment of interest there on;
 - b) the board of directors have satisfied themselves fully with respect to the affairs and prospects of the Company and that they are of the opinion that having regard to the estimated future financial position of the Company, the Company will be able to meet its liabilities as and when they become due and that the Company will not become insolvent within a period of one year from the date of issue of the circular or advertisement;
 - c) the Company has complied with the provisions of the Act and the rules made there under;
 - d) the compliance with the Act and the rules does not imply that repayment of deposits is guaranteed by the Central Government;
 - e) the deposits accepted by the company before the commencement of the Act have been repaid in full.
 - f) in case of any adverse change in credit rating, depositors will be given a chance to withdraw deposits without any penalty;
 - g) the deposits shall be used only for the purposes indicated in the circular or circular in the form of advertisement;
 - h) the deposits accepted by the Company (other than the secured deposits, if any; aggregate amount of which to be indicated) are unsecured and rank pari-passu with other unsecured liabilities of the Company.
- Certificate of the Statutory Auditor dated 10th December, 2021 pursuant to the Companies (Acceptance of Deposits) Amendment Rules, 2018, certifying that the Company has not committed default in repayment of deposits or in the payment of interest on such deposits accepted either before or after the commencement of the Companies Act, 2013, is attached.

6. DISCLAIMER

It is to be distinctly understood that filing of circular in the Form of advertisement with the Registrar should not in any way be deemed or construed that the same has been cleared or approved by the Registrar or Central Government. The Registrar or Central Government does not take any responsibility either for the financial soundness of any deposit scheme for which the deposit is being accepted or invited or for the correctness of the statements made or opinions expressed in the circular in the Form of advertisement. The depositors should exercise due diligence before investing in the deposit scheme.
 The Circular in the form of Advertisement, the text of which has been duly approved by the majority of the Board of Directors by way of passing the circular resolution on 09th December, 2021 which is deemed to have been signed by the Board of Directors on 9th December, 2021 and a copy thereof has been filed with the Registrar of Companies, Mumbai, Maharashtra.

By Order of the Board of Directors

Date: December 09, 2021
 Place: Mumbai
Omkar Mhamunkar
 Company Secretary & Compliance Officer

Certificate of Statutory Auditor issued pursuant to the Companies (Acceptance of Deposits) Amendment Rules, 2018 which came into force on August 15, 2018.

This is to certify that The Dharamsi Morarji Chemical Company Limited has not committed any default in the repayment of the deposits or in the payment of any interest on such deposits accepted either before or after the commencement of the Companies Act, 2013.

For Rahul Gautam Divan & Associates
ICAI Firm Registration number: 120294W
Chartered Accountants
Rahul Divan
 Partner
Membership No. 100733
UDIN:21100733AAAADG8492

Place: Mumbai
 Date: December 10, 2021

e) Any change in accounting policies during the last three years and their effect on the profits and the reserves of the Company: Not Applicable. The Company has adopted Indian Accounting Standards ("Ind AS") from April 01, 2017. Accordingly, the Financial Statements from FY 2017-18 onwards are prepared in accordance with Ind AS, prescribed under Section 133 of the Companies Act, 2013, read with the relevant Rules issued thereunder and the other recognised accounting practices and policies to the extent applicable.