

**MGT - 9****EXTRACT OF ANNUAL RETURN**As on financial year ended on 31<sup>st</sup> March, 2020

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

**I. REGISTRATION & OTHER DETAILS:**

1.	CIN	L24100MH1990PLC059299
2.	Registration Date	5 <sup>th</sup> December, 1990
3.	Name of the Company	BDH INDUSTRIES LIMITED
4.	Category/Sub-category of the Company	Public Company limited by Shares
5.	Address of the Registered office & contact details	Nair Baug, Akurli Road, Kandivli (East), Mumbai-400101, Maharashtra, India. Tel. No.: +91 22 61551234 Fax no.: +91 22 28868349 Ms. Nikita Phatak, Company Secretary Email: comp.sec@bdhind.com Website: www.bdhind.com
6.	Whether listed Company	Yes
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	TSR Darshaw Limited 6-10 Haji MoosaPatrawala Industrial Estate, 20 Dr. E. Moses Road, Mahalaxmi, Mumbai - 400 011, Maharashtra, India Tel. No.: +91 22 66568484 Fax No. : +91 22 66568494 Email – csg-unit@tsrdarashaw.com

**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	Pharmaceutical Products	21002	100%

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES: -**

Sr. No.	Name and Address of Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of Shares Held	Applicable Section
1	NIL	NIL	NIL	NIL	NIL



i)	Individual shareholders holding nominal share capital upto Rs. 1 lakh	1,402,930	148,910	1,551,840	26.95	1,392,434	133,310	1,525,744	26.50	-0.45
ii)	Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	491,559	0	491,559	8.54	540,056	0	540,056	9.38	0.84

c)	Any Other (specify)									
i)	Director	1,000	0	1,000	0.02	1,000	0	1,000	0.02	0.00
ii)	Foreign Holding	0	0	0	0	0	0	0	0	0
iii)	NRI (Repatriable)	145,044	0	145,044	2.52	147,699	0	147,699	2.59	0.05
iii)	NRI (Non-Repatriable)	37,379	0	37,379	0.65	33,259	0	33,259	0.58	-0.07
Sub-total (B) (2)		2,417,402	149,010	2,566,412	44.58	2,425,036	133,410	2,558,446	44.44	-0.14
Total Public Shareholding (B) = (B)(1)+(B)(2)		2,417,402	149,010	2,566,412	44.58	2,425,036	133,410	2,558,446	44.44	-0.14
TOTAL (A)+(B)		5,192,670	564,330	5,757,300	100.00	5,291,170	466,130	5,757,300	100.00	0.00
C	Shares held by Custodians for ADRs & ADRs	0	0	0	0	0	0	0	0	0
GRAND TOTAL (A)+(B)+(C)		5,192,670	564,330	5,757,300	100.00	5,291,170	466,130	5,757,300	100.00	0.00

## B) Share Holding of Promoters

Sr No	Shareholder's Name	Shareholding at the beginning of the year 01.04.2019			Shareholding at the end of the year 31.03.2020			% 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	Jayashree Nair	1,265,240	21.98	0.00	1,265,240	21.98	0.00	0.00
2	Laxmi Nair	464,380	8.07	0.00	464,380	8.07	0.00	0.00
3	Karthika Nair	444,980	7.73	0.00	444,980	7.73	0.00	0.00
4	Padma Kaimal	332,120	5.77	0.00	332,120	5.77	0.00	0.00
5	Purnima Hingorani Nair	257,102	4.47	0.00	257,102	4.47	0.00	0.00
6	Suresh Chandra Kachhara	192,658	3.35	0.00	192,658	3.35	0.00	0.00
7	A N Raju Nair	81,600	1.42	0.00	81,600	1.42	0.00	0.00
8	Arpit Suresh Kachhara	205	0.00	0.00	205	0.00	0.00	0.00

9	Ankit Suresh Kachhara	1,720	0.03	0.00	1,720	0.03	0.00	0.00
10	Sushila Suresh Jain	6,977	0.12	0.00	6,977	0.12	0.00	0.00
11	Prerna Chhotulal Lodha	20,374	0.35	0.00	20,374	0.35	0.00	0.00
12	Radha Jaykumar Nair	20,000	0.35	0.00	20,000	0.35	0.00	0.00
13	Vikram C Hingorani	20,000	0.35	0.00	20,000	0.35	0.00	0.00
14	Syamala Suresh	14,000	0.24	0.00	14,000	0.24	0.00	0.00
15	Kurumala Parameswar Prabhakar	13,576	0.24	0.00	13,576	0.24	0.00	0.00
16	Gopakumar Gopalan Nair	12,958	0.23	0.00	12,958	0.23	0.00	0.00
17	Lakshmi Prabhakar	8,043	0.14	0.00	8,043	0.14	0.00	0.00
18	Nishaant Nair	4,000	0.07	0.00	12,466	0.22	0.00	0.15
19	Sumitra Suresh Kachhara	29,755	0.52	0.00	29,755	0.52	0.00	0.00
20	Mohini Hingorani	600	0.01	0.00	600	0.01	0.00	0.00
21	Vijaykumar G Nair	500	0.01	0.00	0	0.00	0.00	-0.01
22	Prakashini Govind Menon	100	0.00	0.00	100	0.00	0.00	0.00
23	G Ramachandran	0	0.00	0.00	0	0.00	0.00	0.00
	Total	3190888	55.42	0.00	3198854	55.56	0.00	0.14

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

Sr No	Particulars	Date	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.	Nishaant Nair					
	At the beginning of the year	01.04.2019	4000	0.07	--	--
	Date wise Increase/Decrease in Promoters Shareholding during the year specifying the reasons for increase/decrease	21.02.2020	522	0.01	4522	0.08
		28.02.2020	1000	0.02	5522	0.10
		06.03.2020	1544	0.03	7066	0.12
		13.03.2020	1000	0.02	8066	0.14
		20.03.2020	2500	0.04	10566	0.18
		27.03.2020	1900	0.03	12466	0.22
At the end of the year	31.03.2020	--	--	12466	0.22	
2.	Vijaykumar G Nair					
	At the beginning of the year	01.04.2019	500	0.01	--	--
	Date wise Increase/Decrease in Promoters Shareholding during the year specifying the	22.11.2019	-500	-0.01	0	0.00

reasons for increase/ decrease					
At the end of the year	31.03.2020	--	--	0	0.00

D) 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	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.	Mohammad Ali					
	At the beginning of the year	01.04.2019	80454	1.40	--	--
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease	24.05.2019	108	0.00	80562	1.40
	At the end of the year	31.03.2020	--	--	80562	1.40
2.	Investor Education And Protection Fund					
	At the beginning of the year	01.04.2019	58154	1.01	--	--
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease	22.11.2019	8400	0.15	66554	1.16
		29.11.2019	357	0.01	66911	1.16
	At the end of the year	31.03.2020	--	--	66911	1.16
3	ChakkalakkalKunjuvareed Steephen					
	At the beginning of the year	01.04.2019	38274	0.66		
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease	31.05.2019	1097	0.02	39371	0.68
		14.06.2019	824	0.01	40195	0.70
		21.06.2019	3089	0.05	43284	0.75
		28.06.2019	2286	0.04	45570	0.79
		05.07.2019	681	0.01	46251	0.80
		19.07.2019	3012	0.05	49263	0.86
		16.08.2019	361	0.01	49624	0.86
		23.08.2019	7090	0.12	56714	0.99
		18.09.2019	970	0.02	57684	1.00
		27.09.2019	3549	0.06	61233	1.06
		11.10.2019	1940	0.03	63173	1.10
		06.12.2019	533	0.01	63706	1.11
At the end of the year	31.03.2020	600	0.01	64306	1.12	
4.	Santosh Kumar Saraogi					
	At the beginning of the year	01.04.2019	57717	1.00	--	--
	Date wise Increase / Decrease in Shareholding during the year	--	--	--	--	--

	specifying the reasons for increase /decrease					
	At the end of the year	31.03.2020	--	--	57717	1.00
5.	Byna Murali					
	At the beginning of the year	01.04.2019	17347	0.30	--	--
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease	05.04.2019	153	0.00	17500	0.30
		26.04.2019	13500	0.23	31000	0.53
		03.05.2019	4000	0.07	35000	0.61
		31.05.2019	3000	0.05	38000	0.66
		23.08.2019	6000	0.10	44000	0.76
		30.08.2019	4000	0.07	48000	0.83
		13.09.2019	2000	0.03	50000	0.87
		10.01.2020	7600	0.13	57600	1.00
	At the end of the year	31.03.2020	--	--	57600	1.00
6.	Yedlapalli Venkata Ganeshwara Rao					
	At the beginning of the year	01.04.2019	57000	0.99	--	--
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease	--	--	--	--	--
	At the end of the year	31.03.2020	--	--	57000	0.99
7.	Mahendra Girdharilal					
	At the beginning of the year	01.04.2019	31309	0.54		
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease.	--	--	--	--	--
	At the end of the year	31.03.2020	--	--	31309	0.54
8	Ark Hiring And Recruitment Private Limited					
	At the beginning of the year	01.04.2018	26463	0.46	--	--
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease	07.09.2018	420	0.01	26883	0.47
	At the end of the year	31.03.2019	--	--	26883	0.47
9.	Ashok Kumar Jain					
	At the beginning of the year	01.04.2019	100897	1.75	--	--
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease	05.04.2019	-170	0.00	100727	1.75
		26.04.2019	-9744	-0.17	90983	1.58
		12.07.2019	158	0.00	91141	1.58
		23.08.2019	-20600	-0.36	70541	1.23
		30.08.2019	-11785	-0.20	58756	1.02
		06.09.2019	-12433	-0.22	46323	0.80
		11.09.2019	-1103	-0.02	45220	0.79
		13.09.2019	-3610	-0.06	41610	0.72
	18.09.2019	-200	0.00	41410	0.72	

		27.09.2019	-8009	-0.14	33401	0.58
		11.10.2019	-924	-0.02	32477	0.56
		22.11.2019	-1279	-0.02	31198	0.54
		13.12.2019	-478	-0.01	30720	0.53
		21.02.2020	-1442	-0.03	29278	0.51
	At the end of the year	31.03.2019	--	--	29278	0.51
10.	Renu Kabra					
	At the beginning of the year	01.04.2019	26883	0.47	--	--
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease		--	--	--	--
	At the end of the year	31.03.2020	--	--	26883	0.47

E) Shareholding of Directors and Key Managerial Personnel :

S r N o	For each Directors and Key Managerial Personnel	Date	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	Ms. Jayshree Nair, Chairperson and Managing Director					
	At the beginning of the year	01.04.2019	1265240	21.98	1265240	21.98
	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	31.03.2020	1265240	21.98	1265240	21.98
2	Mr. S. C. Kachhara, Joint Managing Director / Chief Financial Officer					
	At the beginning of the year	01.04.2019	192658	3.35	--	--
	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	31.03.2020	--	--	192658	3.35
3	Ms. Karthika Nair Non Executive Director					
	At the beginning of the year	01.04.2019	444980	7.73	444980	7.73
	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	31.03.2020	444980	7.73	444980	7.73
4	Mr. Bhagirath Singh					

	Independent Director					
	At the beginning of the year	01.04.2019	1000	0.02	1000	0.02
	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	31.03.2020	1000	0.02	1000	0.02
5	Mr. A.V.Menon Independent Director					
	At the beginning of the year	01.04.2019	--	--	--	--
	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	31.03.2020	--	--	--	--
6	Dr. Dinesh Variar Independent Director					
	At the beginning of the year	01.04.2019	--	--	--	--
	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	31.03.2020	--	--	--	--
7	Ms. Nikita Phatak Company Secretary					
	At the beginning of the year	01.04.2019	--	--	--	--
	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	31.03.2020	--	--	--	--

V) INDEBTEDNESS -Indebtedness of the Company including interest outstanding/accrued but not due for payment.

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	12,99,33,976	0	0	12,99,33,976
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	12,99,33,976	0	0	12,99,33,976



Change in Indebtedness during the financial year				
i) Addition	163,87,33,394	0	0	163,87,33,394
ii) Reduction	167,64,31,694	0	0	167,64,31,694
Net Change	(3,76,98,300)			(3,76,98,300)
Indebtedness at the end of the financial year				
i) Principal Amount	9,22,35,676	0	0	9,22,35,676
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	9,22,35,676	0	0	9,22,35,676

## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL -

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

Sr No.	Particulars of Remuneration	Name of MD/WTD/ Manager		Total Amount (Rs.)
		Ms. Jayashree Nair, Managing Director	Mr. S.C.Kachhara, Joint Managing Director / CFO	
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961	66,00,000	66,00,000	132,00,000
	(b) Value of perquisites u/s 17(2) Income Tax Act, 1961	9,90,000	9,90,000	19,80,000
	(c) Profits in lieu of salary u/s 17(3) Income Tax Act, 1961	0	0	0
2	Stock Option	0	0	0
3	Sweat Equity	0	0	0
4	Commission - as % of profit	0	0	0
5	Others, please specify	0	0	0
	Total (A)	75,90,000	75,90,000	1,51,80,000
	Ceiling as per the Act	84,00,000	84,00,000	1,68,00,000

### B. Remuneration to other directors:

Sr. No.	Particulars of Remuneration	Name of Directors				Total Amount (Rs.)
		Mr. Bhagirath Singh	Dr. Dinesh Variar	Mr. Kairav Trivedi	---	
1	Independent Directors	Mr. Bhagirath Singh	Dr. Dinesh Variar	Mr. Kairav Trivedi	---	
	Fee for attending board committee meetings	1,32,500	1,00,000	132,500	---	3,65,000
	Commission	0	0	0	---	0
	Others, please specify	0	0	0	---	0
	Total (1)	1,32,500	1,00,000	132,500	---	3,65,000
2	Other Non-Executive Directors	---	---	---	Ms.	

				Karthika Nair	
Fee for attending board committee meetings	---	---	---	82,500	82,500
Commission	---	---	---	0	0
Others, please specify	---	---	---	0	0
Total (2)	---	---	---	82,500	82,500
Total (B)=(1+2)	1,32,500	1,00,000	132,500	82,500	4,47,500
Overall Ceiling as per the Act	5,00,000	5,00,000	5,00,000	5,00,000	20,00,000/-

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

Sr. No.	Particulars of Remuneration	Key Managerial Personnel	
		Ms. Nikita Phatak Company Secretary	Total Amount (Rs.)
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961	10,54,344	10,54,344
	(b) Value of perquisites u/s 17(2) Income Tax Act, 1961	0	0
	(c) Profits in lieu of salary u/s 17(3) Income Tax Act, 1961	0	0
2	Stock Option	0	0
3	Sweat Equity	0	0
4	Commission	0	0
	- as % of profit	0	0
	others, specify	0	0
5	Others, please specify	0	0
	Total	10,54,344	10,54,344

Remuneration of Managing Director and Joint Managing Director / CFO are given in Item no. VI A.

**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			NIL		
Compounding					
B. DIRECTORS					
Penalty					
Punishment			NIL		
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment			NIL		
Compounding					