

MGT - 9**EXTRACT OF ANNUAL RETURN**As on 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 & Administration) Rules, 2014]

I. REGISTRATION & OTHER DETAILS:

1.	CIN	L40300MH1990PLC059299
2.	Registration Date	5 th 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	1,397,644	213,510	1,611,154	27.48	1,475,746	148,910	1,624,656	28.22	0.23
ii)	Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	623,845	0	623,845	10.84	589,051	0	589,051	10.23	-0.60

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)	132,504	0	132,504	2.30	145,044	0	145,044	2.52	0.22
iii)	NRI (Non-Repatriable)	37,445	0	37,445	0.65	37,379	0	37,379	0.65	0.00
Sub-total (B) (2)		2,351,852	214,610	2,566,462	44.58	2,417,402	149,010	2,566,412	44.58	0.00
Total Public Shareholding (B) = (B)(1)+(B)(2)		2,351,852	214,610	2,566,462	44.58	2,351,852	214,610	2,566,432	44.58	0.00
TOTAL (A)+(B)		5,124,970	632,330	5,757,300	100.00	5,192,670	564,630	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)		5,124,970	632,330	5,757,300	100.00	5,192,670	564,630	5,757,300	100.00	0.00

B) Share Holding of Promoters

Sr No	Shareholder's Name	Shareholding at the beginning of the year 01.04.2018			Shareholding at the end of the year 31.03.2019			% 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	Pumima Hingorani Nair	257,102	4.47	0.00	257,102	4.47	0.00	0.00
6	Suresh Chandra Kachhara	183,508	3.19	0.00	192,658	3.35	0.00	0.16
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	20,977	0.36	0.00	6,977	0.12	0.00	-0.24
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	4,000	0.07	0.00	0.00
19	Sumitra Suresh Kachhara	23,755	0.41	0.00	29,755	0.52	0.00	0.11
20	Mohini Hingorani	600	0.01	0.00	600	0.01	0.00	0.00
21	Vijaykumar G Nair	500	0.01	0.00	500	0.01	0.00	0.00
22	Prakashini Govind Menon	100	0.00	0.00	100	0.00	0.00	0.00
23	G Ramachandran	1100	0.02	0.00	0	0.00	0.00	-0.02
	Total	3190838	55.42	0.00	3190888	55.42	0.00	0.00

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.	Suresh Chandra Kachhara					
	At the beginning of the year	01.04.2018	183508	3.19	--	--
	Date wise Increase/Decrease in Promoters Shareholding during the year specifying the reasons for increase/decrease	14.12.2018	8000	0.14	191508	3.33
		08.03.2019	1150	0.02	192658	3.35
At the end of the year	31.03.2019	--	--	192658	3.35	
2.	Sumitra Suresh Kachhara					
	At the beginning of the year	01.04.2018	23755	0.41	--	--
	Date wise Increase/Decrease in Promoters Shareholding during the year specifying the reasons for increase/	14.12.2018	6000	0.10	29755	0.51

	decrease					
	At the end of the year	31.03.2019	--	--	29755	0.51
3.	Sushila Suresh Jain					
	At the beginning of the year	01.04.2018	20977	0.36	--	--
	Date wise Increase/ Decrease in Promoters Shareholding during the year specifying the reasons for increase/ decrease	07.12.2018	(8000)	(0.14)	12977	0.22
		14.12.2018	(6000)	(0.10)	6977	0.12
	At the end of the year	31.03.2019	--	--	6977	0.12
4.	G Ramachandran					
	At the beginning of the year	01.04.2018	1100	0.02	--	--
	Date wise Increase/ Decrease in Promoters Shareholding during the year specifying the reasons for increase/ decrease	23.11.2018	(1100)	(0.02)	0	0.00
		At the end of the year	31.03.2019	--	--	0

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.	Ashok Kumar Jain					
	At the beginning of the year	01.04.2018	145771	2.53	--	--
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease	20.04.2018	2700	0.05	148471	2.58
		02.11.2018	450	0.01	148921	2.59
		01.03.2019	(3987)	(0.07)	144934	2.52
		08.03.2019	(17368)	(0.30)	127566	2.22
		15.03.2019	(26252)	(0.46)	101314	1.76
		22.03.2019	(417)	(0.01)	100897	1.75
	At the end of the year	31.03.2019	--	--	100897	1.75
2.	Mohammad Ali					
	At the beginning of the year	01.04.2018	69502	1.21	--	--
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase	20.04.2018	1300	0.02	70802	1.23
		04.05.2018	800	0.01	71602	1.24
		11.05.2018	250	0.00	71852	1.24

	/decrease	18.05.2018	266	0.00	72118	1.25
		25.05.2018	100	0.00	72218	1.25
		08.06.2018	500	0.01	72718	1.26
		29.06.2018	1100	0.02	73818	1.28
		06.07.2018	500	0.01	74318	1.29
		13.07.2018	751	0.01	75069	1.30
		27.07.2018	261	0.00	75330	1.30
		25.09.2018	2378	0.04	77708	1.34
		12.10.2018	770	0.01	78478	1.35
		19.10.2018	412	0.01	78890	1.35
		26.10.2018	383	0.01	79273	1.38
		09.11.2018	500	0.01	79773	1.39
		07.12.2018	312	0.00	80085	1.39
		14.12.2018	277	0.01	80362	1.40
		01.02.2019	92	0.00	80454	1.40
	At the end of the year	31.03.2019	--	--	80454	1.40
3	Santosh Kumar Saraogi					
	At the beginning of the year	01.04.2018	57717	1.00		
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease	--	--	--	--	--
	At the end of the year	31.03.2019	--	--	57717	1.00
4.	Yedlapalli Venkata Ganeshwara Rao					
	At the beginning of the year	01.04.2018	57538	1.00	--	--
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease	15.06.2018	538	0.01	--	--
	At the end of the year	31.03.2019	--	--	57000	0.99
5.	ChakkalakkalKunjuvareed Steephen					
	At the beginning of the year	01.04.2018	7375	0.13	--	--
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease	16.11.2018	3647	0.06	11022	0.19
		23.11.2018	6237	0.11	17259	0.30
		30.11.2018	4580	0.08	21839	0.38
		07.12.2018	5350	0.09	27189	0.47
		14.12.2018	1877	0.03	29066	0.50
		21.12.2018	2901	0.05	31967	0.55
		28.12.2018	504	0.01	32471	0.56
		31.12.2018	2971	0.05	35442	0.61
		11.01.2019	584	0.01	36026	0.62
		18.01.2019	1839	0.03	37865	0.65
		08.02.2019	91	0.00	37965	0.65
		15.02.2019	318	0.01	38274	0.66
	At the end of the year	31.03.2019	--	--	38274	0.66
6.	Mahendra Girdharilal					
	At the beginning of the year	01.04.2018	31309	0.54	--	--

	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease	--	--	--	--	--
	At the end of the year	31.03.2019	--	--	31309	0.54
7.	Ark Hiring And Recruitment Private Limited					
	At the beginning of the year	01.04.2018	29668	0.52		
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease.	--	--	--	--	--
	At the end of the year	31.03.2019	--	--	29668	0.52
8	Renu Kabra					
	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.	Ramesh M Kasbekar					
	At the beginning of the year	01.04.2018	25800	0.45	--	--
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease	--	--	--	--	--
	At the end of the year	31.03.2019	--	--	25800	0.45
10.	Suman Devi Jaju					
	At the beginning of the year	01.04.2018	22917	0.40	--	--
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease		--	--	--	--
	At the end of the year	31.03.2019	--	--	22917	0.40

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	01.04.2018	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	31.03.2019	1265240	21.98	1265240	21.98
2	Mr. S. C. Kachhara, Joint Managing Director / Chief Financial Officer					
	At the beginning of the year	01.04.2018	183508	3.19	--	--
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	14.12.2018	8000	0.14	191508	3.33
		08.03.2019	1150	0.02	192658	3.35
	At the end of the year	31.03.2019	--	--	192658	3.35
3	Ms. Karthika Nair Non Executive Director					
	At the beginning of the year	01.04.2018	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	31.03.2019	444980	7.73	444980	7.73
4	Mr. Bhagirath Singh Independent Director					
	At the beginning of the year	01.04.2018	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	31.03.2019	1000	0.02	1000	0.02
5	Mr. A.V.Menon Independent Director					
	At the beginning of the year	01.04.2018	--	--	--	--
	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	31.03.2019	--	--	--	--
6	Dr. Dinesh Variar Independent Director					
	At the beginning of the year	01.04.2018	--	--	--	--
	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	31.03.2019	--	--	--	--
7	Ms. Nikita Phatak Company Secretary					

At the beginning of the year	01.04.2018	--	--	--	--
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	31.03.2019	--	--	--	--

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	7,37,57,825	13,80,821	0	7,51,38,646
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	7,37,57,825	13,80,821	0	7,51,38,646
Change in Indebtedness during the financial year				
i)Addition	156,98,47,100	0	0	156,98,47,100
ii) Reduction	151,34,85,317	13,80,821	0	151,48,66,138
Net Change	5,63,61,783			5,49,80,962
Indebtedness at the end of the financial year				
i) Principal Amount	13,01,19,608	0	0	13,01,19,608
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	13,01,19,608	0	0	13,01,19,608

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 IncomeTax Act, 1961	60,00,000	60,00,000	120,00,000
	(b) Value of perquisites u/s 17(2) Income Tax Act, 1961	9,00,000	9,00,000	18,00,000

	(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)	69,00,000	69,00,000	1,38,00,000
	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	Mr. A. V. Menon	Dr. Dinesh Variar	---	
1	Independent Directors	Mr. Bhagirath Singh	Mr. A. V. Menon	Dr. Dinesh Variar	---	
	Fee for attending board committee meetings	1,20,000	1,20,000	100,000	---	3,40,000
	Commission	0	0	0	---	0
	Others, please specify	0	0	0	---	0
	Total (1)	1,20,000	1,20,000	100,000	---	3,40,000
2	Other Non-Executive Directors	---	---	---	Ms. Karthika Nair	
	Fee for attending board committee meetings	---	---	---	90,000	90,000
	Commission	---	---	---	0	0
	Others, please specify	---	---	---	0	0
	Total (2)	---	---	---	90,000	90,000
	Total (B)=(1+2)	1,20,000	1,20,000	100,000	90,000	4,30,000
	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	8,46,434	8,46,434
	(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	8,46,434	8,46,434

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					